

Tualatin Valley Water District



Delivering the Best Water • Service • Value



BOARD WORK SESSION AGENDA

March 6, 2018

Board President Richard Burke

Vice President Bernice Bagnall

Treasurer Jim Duggan

Secretary Dick Schmidt

Acting Secretary Jim Doane

Assistive listening devices are available upon request 48 hours prior to the day of the meeting by calling (503) 848-3000. For additional questions or assistance, see the District Recorder seated near the windows.

For online meeting information, Commissioner bios and more, visit www.tvwd.org.

VISION

Delivering the best water • service • value

MISSION STATEMENT

To provide our community quality water and customer service

VALUES

Reliability • Integrity • Stewardship • Excellence • Safety

WORK SESSION – 6:00 PM

CALL TO ORDER

ANNOUNCEMENTS

1. DISCUSSION ITEMS

- A. Sustainability Program Review
- B. Supplemental Budget for the Willamette Intake Facilities Commission
- C. Board Policies Annual Review

ADJOURNMENT

Tualatin Valley Water District



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To: Board of Commissioners

From: Mark Knudson, PE, Chief Executive Officer

Date: March 6, 2018

Subject: Sustainability Program Review

Key Concepts:

- For over a decade, TVWD has developed and supported an award-winning, comprehensive sustainability program. That program has become an integral part of TVWD's culture.
- Ongoing support of all aspects of this comprehensive program are now limited by District staff and resource requirements and competing District priorities.
- This agenda item is intended to allow the Board to provide feedback and input on relative priorities within the District's ongoing sustainability efforts, with the goal of providing focus on those activities and efforts that provide the greatest value to the District.

Background:

For more than a decade, TVWD has successfully developed, implemented and maintained a comprehensive sustainability program. TVWD's sustainability efforts have been award-winning, resulted in various publications, helped advance sustainability awareness within the water industry and became an integral part of the District's identity and organizational culture.

Sustainability includes many things to many people. Some of the notable elements of the District's ongoing sustainability efforts include:

- Water-use efficiency and conservation including customer education, water use audits, technical support for customers, participation in the Regional Water Providers Consortium (RWPC) conservation programs, leak detection and other activities needed to meet requirements of the District's Water Management and Conservation Plan (WMCP)
- Support for and participation in programs such as the Partnership for Sustainable Washington County Communities (PSWCC)
- Energy management, including demand inventory, energy use tracking, performance reporting and participation in incentive programs sponsored by Portland General Electric and the Energy Trust of Oregon (ETO)
- Alternative (non-carbon) energy sources and implementation of alternative fuel equipment
- Greenhouse gas emission tracking and reporting including purchase of carbon offsets such as Renewable Energy Credits (RECs)
- Resiliency initiatives to make economic investments in capital infrastructure based on triple bottom line principals
- Long-term financial planning to support TVWD as a financially sustainable organization

- Support of community-based programs such as the Customer Emergency Assistance Program, consideration of rate affordability and community service organizations such as Vision Action Network.

While these efforts have positioned TVWD as a leader in the water industry, changes in District staffing, competing organizational priorities and budgets now make it difficult to continue to maintain this leading-edge status. It is especially important that the District continue to satisfy the Water Conservation Program requirements and expectations of the WMCP, which is required by the Oregon Department of Water Resources to preserve the District’s existing water rights.

This agenda item is intended to solicit Board input on the relative priorities of ongoing sustainability efforts, with the goal of providing focus on those activities and efforts that provide the greatest value to the District. The attached table summarizes various components of the District’s sustainability efforts and provides one approach for the Board to provide input on the relative priority of these activities.

Budget Impact:

There is no budget impact at this time.

Staff Contact Information:

Mark Knudson, PE; Chief Executive Officer; 503-848-3027; mark.knudson@tvwd.org

Attachments:

Table of TVWD sustainability activities

Management Staff Initials:

Chief Executive Officer		Customer Service Manager	
Chief Engineer	N/A	IT Services Director	N/A
Chief Financial Officer		Human Resources Director	N/A
General Counsel	N/A	Water Supply Program Director	N/A

TVWD Sustainability Activities

March 6, 2018

Page 1 of 3

Item Number	Activity/Task	Cost/Risk	Core Business	Optional / Limited	Drop
1	<p>Water Conservation Program</p> <ul style="list-style-type: none"> • Meet goals/benchmarks of WMCP (audits, rebates, leak detection, etc.) • Participation in RWPC program • Respond to customer requests (audits) • Meet customer expectations 	<p>Work with consultants to provide updates to the State of Oregon every five years</p> <p>Water rights</p>			
2	<p>Sustainability Committee</p> <ul style="list-style-type: none"> • Employee/family resource • Recycling information • General awareness through events • Policy review as directed 	<p>Staff time for monthly meetings, project coordination. Participation has waned as expectations diminished.</p>			
3	<p>Partnership for Sustainable Washington County Communities (PWSCC)</p> <ul style="list-style-type: none"> • Regional support • Participation to promote awareness • Sustainability best practices • Assessment tool 	<p>Dues: \$500/year</p> <p>Staff time for bimonthly meetings and project support/participation</p>			
4	<p>Strategic Energy Management ETO Projects</p> <ul style="list-style-type: none"> • Identify, implement, realize energy saving opportunities across all district sites. • \$ incentive: \$.02/kWh saved for year 	<p>Staff time</p>			
5	<p>Strategic Energy Management</p> <ul style="list-style-type: none"> • Energy tracking, performance reporting, anomaly resolution, demand management 	<p>Staff time. Billing data and consultant (\$3,510/year) management. Meeting coordination. Identification and response to trends and anomalies</p>			

TVWD Sustainability Activities

March 6, 2018

Page 2 of 3

Item Number	Activity/Task	Cost/Risk	Core Business	Optional / Limited	Drop
6	Greenhouse Gas Emissions Tracking and REC/Carbon Offsets <ul style="list-style-type: none"> Since 2006, TVWD has offset 100% of calculated greenhouse gas emissions with the purchase of RECs (excludes WWSP) 	Not being tracked consistently by staff			
7	Alternative/Renewable Energy Sources <ul style="list-style-type: none"> Solar: ~20% of headquarters annual electricity use is provided by onsite solar Micro-Hydro: Center Street Generation Station (2017: 210,812 kWh, \$13,015.87) 			 ④	
8	Alternative/Renewable Fuels – Bio-fuels and Fleet Electric Vehicles <ul style="list-style-type: none"> > 40% of District fleet powered by alternative fuels > 45% of total fuel consumed is biofuel 				
9	Capital Improvement Plan (CIP) Investments Focused on Resiliency and Community Benefits <ul style="list-style-type: none"> CIP project planning and priorities consider sustainability factors Application for Envision awards 				
10	EcoBiz Certification – Fleet <ul style="list-style-type: none"> Third-party certification for fleet, warehouse, yard storage and work space 			 ⑤	
11	Financial Planning <ul style="list-style-type: none"> 30-year financial plan Business case decision process Sound economic investments 				
12	Customer Emergency Assistance Programs, Rate Affordability Planning <ul style="list-style-type: none"> Community engagement Social equity 				

Item Number	Activity/Task	Cost/Risk	Core Business	Optional / Limited	Drop
13	Sustainable Purchasing and Procurement Practices <ul style="list-style-type: none"> Preference to products and providers that use renewable, recycled material and responsible business practices 		●		
14	Recycling <ul style="list-style-type: none"> Recycling of scrap metal Employees recycling benefit 		●		
15	Sustainability Program Reporting <ul style="list-style-type: none"> Month-In-Review report on sustainability accomplishments in previous month 				●
16	Employee Safety, Health and Wellness Programs <ul style="list-style-type: none"> Safety and Health Achievement Recognition Program (SHARP) Certification Wellness programs, awareness Ergonomics 		●		
17	Awards Programs <ul style="list-style-type: none"> Leadership in Energy and Environmental Design (LEED) Silver certified headquarters building Envision Awards Program Association of Metropolitan Water Agencies Sustainable Utility Management 			● ⑥	

NOTES:

1. PSWCC – continue to pay membership dues but limit staffing to essential meetings; discontinue evaluation of assessment tool
2. ETO Incentive Projects – redirect staffing to Engineering/Operations with participation limited to available resources
3. Strategic Energy Management – redirect staffing to Engineering/Operations with participation limited to available resources; discontinue use of tracking and reporting service
4. Alternative/Renewable Energy – Maintain existing solar and micro-hydroelectricity facilities but no new installations
5. Eco-Biz Certification – discontinue membership but implement principles where applicable and cost effective
6. Awards – participation limited to available resources

Tualatin Valley Water District



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Tualatin Valley Water District



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To: Board of Commissioners

From: Paul L. Matthews, Chief Financial Officer
Tod Burton, Budget Officer

Date: March 6, 2018

Subject: Supplemental Budget for the Willamette Intake Facilities Commission

Key Concepts:

- As the managing agency of the newly created Willamette Intake Facilities (WIF) Commission, the District is responsible for managing the financial affairs of the WIF, including the adoption of its budget.
- Oregon Local Budget Law provides a process whereby the District can adopt a supplemental budget to fund the WIF's activities after the adoption of the District's biennial budget.
- Staff will discuss the proposed supplemental budget at the Board's work session prior to proposing the supplemental budget at the Board's regular meeting on March 21, 2018.

Background:

At its February 21, 2018 regular Board meeting, the Board passed Ordinance No. 01-18, which formed the WIF Commission. Under the intergovernmental agreement (IGA) forming the WIF, the District is identified as the managing agency and is charged, among other tasks, to manage the financial affairs of the WIF including the adoption of its budget consistent with the IGA and Oregon Local Budget Law.

Staff has been working with the WIF partners to develop a proposed budget for the WIF. The District anticipates that the WIF will approve this proposed budget prior to July 1, 2018. As the managing agency, the District must have appropriations consistent with the WIF's budgeting requirements.

For this agenda item, staff will present information on the proposed WIF budget and discuss how the WIF activities will affect the District's budget. The anticipated effects on the District's budget include:

1. The creation of a new fund within the District to account for the WIF's expenditures,
2. The appropriation of funds for both materials and services (M&S) and capital outlays within the newly created fund, and
3. The recognition of payments from partners for their membership in the WIF.

It is anticipated that two supplemental budgets requiring the Board's approval will be needed for the WIF during the 2017-19 biennium. The first supplemental budget planned for the March 21 Board meeting will establish the WIF Fund, appropriate M&S resources and recognize payments from partners for these expenditures.

The second supplemental budget planned for later this year will appropriate capital outlay and recognize partner payments. The capital outlay expenditures will be identified in the project agreements currently being discussed among WIF partners.

The District will be required to pay the WIF for the District's share of the WIF's operating costs. These payments will be considered an M&S expense within the District's general fund. Following the District's long-standing accounting practices, the general fund will receive revenue from the newly created WIF fund to compensate for the services provided by the District's employees. The revenue from the WIF fund will be available to offset some, if not all, of the District's payments for the WIF. These details will be explained at the work session.

Budget Impact:

There is no specific impact on the District's budget for the presentation of this information; however, the proposed WIF budget is \$109,607, of that, \$79,898 will be revenue to the District.

Staff Contact Information:

Paul L. Matthews; Chief Financial Officer; 503-848-3017; paul.matthews@tvwd.org
Tod Burton; Budget Officer; 503-848-3040; tod.burton@tvwd.org

Attachments:

None

Management Staff Initials:

Chief Executive Officer		Customer Service Manager	N/A
Chief Engineer	N/A	IT Services Director	N/A
Chief Financial Officer		Human Resources Director	N/A
General Counsel		Water Supply Program Director	

Tualatin Valley Water District



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To: Board of Commissioners

From: Mark Knudson, PE, Chief Executive Officer

Date: March 6, 2018

Subject: Board Policies Annual Review

Key Concepts:

- It has been about a year since the Board adopted updated Board Policies.
- The 2017 Board Policies includes an expectation that: “The Board will review the polices governing Board operations on an annual basis. Any proposed amendments to Board policy will take place at a regular meeting.”
- This agenda item is intended to provide the Board with an opportunity to conduct an annual review of the 2017 Board Policies. If appropriate, any amendments to the 2017 Board Policies may be scheduled for the next regular meeting of the TVWD Board.

Background:

At the TVWD Board’s regular meeting in February 2017, the Board adopted a comprehensive update to the TVWD Board Policies. As specified in Section 4.2 of the 2017 Policies, “The Board will review the polices governing Board operations on an annual basis. Any proposed amendments to Board policy will take place at a regular meeting.”

Since it has now been over one year since the Board adopted the 2017 Board Policies, it is recommended the Board conduct an annual review of these policies to identify any clarifications, interpretations and/or amendments to the policies.

Depending on the outcome of the review of the 2017 Board Policies, any amendments to the 2017 Board Policies may be scheduled for the next regular meeting of the TVWD Board.

Budget Impact:

There is no budget impact at this time.

Staff Contact Information:

Mark Knudson, PE; Chief Executive Officer; 503-848-3027; mark.knudson@tvwd.org

Attachments:

2017 TVWD Board Policies

Management Staff Initials:

Chief Executive Officer	<i>ME</i>	Customer Service Manager	N/A
Chief Engineer	N/A	IT Services Director	N/A
Chief Financial Officer	N/A	Human Resources Director	N/A
General Counsel	<i>CS</i>	Water Supply Program Director	N/A



**Board Policies
Table of Contents**

Chapter 1 – Vision, Mission and Values

Chapter 2 – Powers, Responsibilities and Conduct

Chapter 3 – Officers

Chapter 4 – Policy Creation, Amendment and Suspension

Chapter 5 – Chief Executive Officer

Chapter 6 – Communication

Chapter 7 – Education, Events and Reimbursement

Chapter 8 – Board Meeting Agenda and Preparation

Chapter 9 – Board Meeting Procedures

Chapter 10 – Board Computing Devices

Chapter 11 – Annexation, Merger and Consolidation

Vision

Delivering the best
Water • Service • Value

Mission Statement

To provide our community quality water and
customer service

Values

Reliability
Integrity
Stewardship
Excellence
Safety

Chapter 2 - Powers, Responsibilities and Conduct

The fundamental powers of the Board are set forth in Oregon Revised Statutes. The Board functions as a body, and individual Commissioners have no authority to act on the Board's behalf unless authorized by the majority of the Board.

1. District Oversight

- a. The Board will establish policy, organizational goals and objectives and provide the financial means to implement each.
- b. The Board will select a Chief Executive Officer, reserving all authority and responsibility not otherwise assigned to the CEO or others. The Board delegates to the CEO the responsibility of management of District operations and personnel as well as implementing Board policies. No Commissioner may direct the actions of individual staff members.
- c. The Board acts as the Local Contract Review Board for the District.
- d. The Board, along with five citizen members, serves on the Budget Committee for the District.
- e. The Board approves the selection of the independent external auditor, as determined through a request for proposals issued by the CEO.

2. Actions

- a. The Board establishes law by adopting ordinances. The majority of the ordinances adopted by the Board concern the District's Rules and Regulations, but the Board may adopt other ordinances regarding District operations.
- b. The Board exercises its administrative authority by adopting resolutions. Resolutions generally deal with matters of a special or temporary nature and can include establishing policies, setting fees, entering into intergovernmental agreements or considering real property transactions.
 - Real estate transactions greater than \$50,000 shall be subject to approval by the Board. The CEO has approval authority equal to or less than \$50,000.
- c. The Board can take action by motion or consensus without adopting an ordinance or a resolution. Such actions are in conformance with previously adopted ordinances and

resolutions or operate within existing rules and policies and can include approving programs or making appointments.

3. Committees

- a. The Board may approve the creation of advisory committees as needed, outlining the purpose, duties and responsibilities of each committee at the time of creation.
- b. The Board will approve the appointments of all Commissioner or citizen members of each committee.
- c. All quorums of the Board, and Board-appointed citizen advisory committees for the purpose of discussing District business will be considered public meetings, unless designated as executive sessions under public meetings law, and written minutes or meeting summaries will be considered public records.

4. Conduct

The Board recognizes that the manner in which Commissioners conduct themselves at all times has an impact on the community, the District and its employees. Commissioners are expected to:

- Maintain and cultivate positive relationships with the community, staff and agency partners;
- Set an example of ethical conduct;
- Distinguish between personal views and those of the District to avoid misrepresentation of the District;
- Refrain from disseminating or disclosing confidential, proprietary or sensitive information received in a Commissioner's official capacity; and
- Practice civility, professionalism and decorum in all discussions and debate.

5. Attendance

Commissioners are expected to attend all public Board-related meetings where District business is conducted having reviewed all meeting materials in advance. Absence from the District for 60 days, failure to attend four or more meetings within a 12-month period or failure to attend three or more consecutive meetings, unless excused by the Board President, may result in censure. Such absences may be excused if due to the following reasons:

- Death in the family or other family emergency
- Illness
- On District business

- Other Board President-authorized absences

6. Censure

- a. If a Commissioner substantially violates Board policy or state law, the Board may take action to protect Board integrity and may discipline the Commissioner with a public reprimand. Before issuing a reprimand, the Board must plainly state any concerns in writing or in an open public meeting, and the Commissioner must have a reasonable opportunity to respond. The Board may then investigate the actions of any Commissioner and meet in executive session to discuss any finding that reasonable grounds exist that a substantial violation has occurred. Under ORS 192.660(2)(b), the Commissioner under investigation may request an open hearing.
- b. Potential sanctions that may be imposed by the Board include:
 - Curtailment of District-paid conference or event attendance
 - Limitation on serving as a District representative on committees or other intergovernmental agencies or community groups
 - Removal from the office of Board President
 - Ineligibility to serve as Board President for a designated period of time

Chapter 3 – Officers

New Commissioners will have the opportunity to participate in a comprehensive orientation program led by the Chief Executive Officer.

The Board will approve annual appointments to the following positions at the first regular meeting of July.

1. President

- a. The President will review Board meeting agendas with the CEO prior to their finalization. The President will preside at all meetings and have the right to make motions, contribute to discussions and vote on any item. The President has the ability to call special meetings. The President serves as the Budget Committee chair pro tem until another committee member is selected as chair.
- b. The President will determine whether Commissioner absences from public Board-related meetings are excused or unexcused.
- c. The President will make committee appointments, subject to the approval of the majority of the Board.
- d. The President will sign ordinances, resolutions, minutes and other official and ceremonial Board documents on behalf of the Board. The CEO will sign all other Board-authorized documents.
- e. The President will represent the Board in deliberations with other boards, districts or agencies or assign an alternate Commissioner if necessary.
- f. No Commissioner may serve more than three consecutive one-year terms as President. If officer assignments change midyear, any period served in excess of six months will be considered a term.

2. Vice President

In the absence of the President, the Vice President will perform the duties and have the rights and obligations of the President. In the absence of both the President and Vice President, the Treasurer will perform the duties and have the rights and obligations of the President.

3. Treasurer

The Treasurer will serve as Board liaison with staff on questions regarding financial policies.

4. Secretary

The Secretary will countersign all ordinances, resolutions, minutes and other applicable official and ceremonial Board documents signed by the President.

5. Acting Secretary

In the absence of the Secretary, the Acting Secretary will countersign all ordinances, resolutions, minutes and other applicable official and ceremonial Board documents signed by the President.

Chapter 4 – Policy Creation, Amendment and Suspension

Proposals to create, amend or suspend a policy may be proposed by any Commissioner and will be reviewed by the Chief Executive Officer prior to Board consideration for action. All policy-related Board actions will be made by resolution.

The CEO must clearly state any known policy and budget implications when requesting Board action on an item.

1. Creation

- a. The Board will adopt written policies both to govern Board and District operations.
- b. The Board delegates the responsibility of approving administrative and personnel policies to the CEO. In the absence of written Board policy, the CEO will make decisions necessary for District operations.
- c. The Board may authorize reports and studies deemed necessary to monitor the execution of policies.

2. Amendment

The Board will review the policies governing Board operations on an annual basis. Any proposed amendments to Board policy will take place at a regular meeting.

3. Suspension

The Board may suspend or terminate any policy upon approval by a majority of the Board. Any policy found to be in conflict with state or federal law or the rules and regulations of a higher authority is automatically null and void without Board action.

Chapter 5 – Chief Executive Officer

The Board delegates to the CEO the responsibility of management of District operations and personnel as well as implementing Board policies. The Board reserves sole policy-making authority and exclusive control over entering into intergovernmental agreements as well as governing fiscal policy, budget and financial matters.

The CEO shall be bound by and administer the affairs of the District in accordance with state law and all the rules, regulations and policies now in existence or hereafter adopted by the Board.

1. Authority

The authority of the CEO shall include, but not be limited to:

- a. Functioning as the District's registered agent
- b. Overall management, administration and direction of District operations, functions, activities and programs
- c. The hiring, supervising, disciplining and discharging of District employees and volunteers necessary to carry out the business of the District
- d. The administration of employee retirement and benefits, including serving as trustee and overseeing the investment of funds
- e. The supervision of acquisition, maintenance, upkeep and sale of any facilities and equipment owned or maintained by the District
- f. The keeping and maintaining of proper fiscal records for the District and overseeing all banking and financial matters, investments, payments of obligations and debt
- g. Functioning as the District's public contracting officer
- h. The execution and administration of District policies within budget appropriations according to District policy and pursuant to ordinance or resolution
- i. The awarding of contracts according to the District Local Contract Review Board Rules
- j. The execution of memoranda of understanding

- k. The giving of policy advice to the Board and open communication with the community so as to foster responsive and courteous public service
- l. The encouragement, but not requirement, to provide assistance or services to other units of government when within the District's purposes and objectives to the extent reasonable and practical
- m. Approving real estate transactions equal to or less than \$50,000

2. Selection

The Board will facilitate the transfer of CEO command at least six months in advance of a planned vacancy. The Board will consider the following:

- a. The timeline for the selection process
- b. The process for recruitment and selection
- c. The desired management skills, leadership characteristics, education and experience
- d. An analysis of internal and external compensation factors
- e. Obtaining input from stakeholders

3. Evaluation

The Board will conduct an annual performance evaluation of the CEO according to the employment agreement.

Chapter 6 – Communication

All written and electronic communications related to District business are public records. Commissioners will use District-provided email addresses for all District-related electronic communications. If a Commissioner receives an email at a private email address, the Commissioner will forward the email to their District-provided email address.

1. Staff Communication to Board

- a. Staff, through the Chief Executive Officer, will keep Commissioners informed on all relevant information relative to District operations as well as applicable conferences, meetings and publications. The CEO will coordinate subscriptions to applicable trade publications for the Board.
- b. All written informational materials requested by Commissioners will be made available to the entire Board with a note stating who requested the information.

2. Board Communication to Staff

- a. Commissioners will not attempt to influence or direct employees, including the CEO, regarding administrative matters; however, the sharing of ideas on such matters is appropriate.
- b. Commissioner communication with, and information requests of, staff will be directed to the CEO to allow coordination of workloads, work plans and resource requirements.

3. Board Communication with External Legal Counsel

External legal counsel will advise the Board and staff on specific legal problems submitted by the CEO. The CEO is authorized to seek external legal counsel. Commissioners are not authorized to seek external legal counsel, but in situations where the interests of the Board and CEO are adverse or potentially adverse, external legal counsel will at all times represent the Board.

4. Board Communication with Public/Press

Commissioners may publicly represent Board positions once a decision has been reached by the Board. Commissioners will not make statements on behalf of the District or Board without prior approval by the Board, unless the statement is already published and attributable to the

District. In all other circumstances, Commissioners must be clear that statements are the individual position of the Commissioner and not the Board or the District.

5. Political Endorsement

The Board will comply with Oregon Revised Statute 260.432. Any District position regarding election measures will be made by resolution adopted by the Board. Staff involvement in such resolutions will be limited to reformatting and including the resolution in the Board meeting packet for consideration by the Board.

Chapter 7 – Education, Events and Reimbursement

1. Education

- a. The District will maintain active memberships in the American Water Works Association (AWWA) and Special Districts Association of Oregon (SDAO) for the Board. Commissioners are encouraged to attend the annual conferences of AWWA, the Pacific Northwest Section of AWWA and SDAO. Commissioners will obtain Board approval prior to attending any other conferences and meetings that require an overnight stay.
- b. Commissioners will be compensated by the District for the actual and reasonable expenses incurred by Commissioners in performing official duties as provided in the District's travel policy. If the District reimburses a Commissioner for the expenses and costs of traveling, the time spent traveling will not be considered a meeting or event for which compensation for services can be claimed under the reimbursement process outlined below.
- c. Commissioners traveling on District-related business may receive traveler loyalty program accruals, including for flights, hotels and rental cars, as a benefit that is part of Board compensation. Commissioners are responsible for determining any personal income tax implications arising from their use of such benefits.

2. Reimbursement

- a. Commissioners will be compensated at the rate of \$50 per meeting or event with a maximum reimbursement of \$50 per day. Reimbursements processed are considered public records.
- b. Meeting or events are defined as:
 - Public meetings of the District as defined in public meetings law
 - Public meetings of other public bodies as defined in public meetings law where the Commissioner is requested or designated to attend by the Board
 - Meetings with staff to consider issues affecting the District
 - Meetings or events specifically approved by the Board
 - Meetings with groups or entities of which the District is a member and the Commissioner has been requested to attend by the Board or is consistent with duties of Board committees and assignments, provided the meetings do not include issues on a current or upcoming election ballot or the host or sponsor does not advocate for candidates or measures.

- c. Events where a Commissioner has not been designated to officially represent the Board are not eligible for reimbursement.
- d. At each regular Board meeting, Commissioners will provide a brief summary of meeting topics for meetings for which the Commissioner is requesting reimbursement unless the meeting is a District meeting or another Commissioner has already provided a meeting summary.

Chapter 8 – Board Meeting Agenda and Preparation

The dates of monthly Board meetings will be adopted by resolution at the end of each calendar year for the subsequent year.

1. Agenda

- a. The Chief Executive Officer will prepare the agenda after conferring with the Board President. The Board President may place any item on the agenda for Board consideration.
- b. A Commissioner may propose an agenda item for consideration by submitting a proposed Commissioner Topic in writing to the Board President prior to or at a Board meeting. The request should include the issue, the reason the issue is of concern to the District and what specific information is requested. After notifying the full Board, the Board President will forward the request to the CEO. Staff will prepare and distribute to the Board an abbreviated report prior to the next regular Board meeting. At that meeting, if a majority of the Board believes the matter should be considered as an action item, the request will be added to the agenda of a future meeting after allowing staff enough time to provide a comprehensive report to allow the Board to make an informed decision.
- c. The general order of regular meeting agendas are as follows:
 - Call to Order
 - Public Hearings (if needed)
 - Reports by Management Staff
 - Commissioner Communications
 - Report of Meetings Attended
 - Commissioner Topics
 - Public Comment (for items not on the agenda)
 - Consent Agenda
 - Business Agenda
 - Informational Presentations (if needed)
 - Adjournment
- d. The Board meeting packet, including the agenda and all explanatory materials, will be distributed to the Board at least four calendar days prior to the meeting. Commissioners will review and evaluate the information prior to the meeting. Commissioners are encouraged to contact the CEO prior to the meeting with any questions on agenda items

to allow the CEO to provide a comprehensive answer to questions either before or during the meeting.

- e. Upon Commissioner request, a short recess may be taken during a Board meeting at the discretion of the Board President so as not to interrupt the flow of business.

2. Minutes

- a. Staff will prepare minutes with sufficient detail to meet their intended use. Verbatim minutes are not required.
- b. The Board may amend the minutes to more accurately reflect what transpired at a meeting. Additions or corrections will be submitted to the CEO prior to the Board meeting where the minutes are scheduled for approval. Under no circumstances may the minutes be changed following approval by the Board, unless the Board authorizes such change.
- c. A Commissioner may vote to approve minutes for a meeting at which he or she was not in attendance.

3. Executive Sessions

- a. Executive sessions will be scheduled as needed.
- b. Only news-gathering representatives of established institutional media who ordinarily report activities of the District will be allowed to attend Board executive sessions. The definition of institutional news media is limited to entities that are formally organized for the purpose of gathering and disseminating news. Media representatives include individuals who gather news and who have a formal affiliation, whether through employment, by contract or some other agency authorization from or with an institutional news media entity. A representative will be asked to provide appropriate credentialing prior to the executive session.
- c. Commissioners will keep all discussions and written materials provided to them on matters of confidentiality under law in complete confidence to insure the District's position is not compromised. Failure to do so may lead to censure.

Chapter 9 – Board Meeting Procedures

1. Parliamentary Procedures

- a. Board meetings will be governed by the District’s parliamentary procedures, which constitute a standing rule. Matters not covered by these procedures will be governed by Robert’s Rules of Order Newly Revised. Rules may be amended and the order of business may be suspended at any meeting by majority vote. The Board President or presiding officer has the inherent authority to keep order and to impose any reasonable restrictions necessary for the efficient and orderly conduct of meetings.
- b. When considering an action item, the following order applies:
 - Staff presentation
 - Public comment, if any
 - Additional staff comments, if needed
 - Board discussion
 - Motion and any final Board comments
 - Vote

2. Public Comment

- a. In general, Commissioners are not expected or obligated to respond to comments made during the public comment time, except to ask clarifying questions.
- b. Any public requests for Board action will be referred to the Chief Executive Officer for review and coordination with the Board President before being placed on a future agenda.

3. Voting

- a. The President may call for a voice vote or a roll call vote at his or her discretion. The Commissioners may also request a roll call vote.
- b. All Commissioners are expected to vote on each motion unless a Commissioner is disqualified for a specific reason. Commissioners will declare a potential conflict of interest and *may* abstain from voting. Commissioners will declare an actual conflict of interest and *will* abstain from voting. A Commissioner who does not vote must state the basis for any conflict of interest or other disqualification.

- c. If only three Commissioners are present, a unanimous vote with no abstentions is required to approve a motion.
- d. A motion that receives a tie vote fails.
- e. Votes will be recorded.
- f. Any Commissioner may request a vote be changed if such request is made prior to consideration of the next order of business.

Chapter 10 – Board Communication Devices

Each Commissioner will be issued a communication device (such as a laptop computer or tablet), including necessary related equipment and hardware, peripherals and software to conduct District business, if requested by the Commissioner.

1. Ownership and Use

- a. The device remains the property of the District and information stored on the device is District property. Commissioners have no right or expectation of privacy on the device. Information on the device may be considered public records. The District reserves the right to access and audit any and all District business-related records, including content sent, received or stored on the device, and such records may be subject to public disclosure.
- b. Software applications, music, video files or other content will not be downloaded without consent of the Chief Executive Officer.
- c. The device will not be used for personal use except for emergencies and therefore such use is restricted to being brief and infrequent.

2. Training and Support

Staff will provide Commissioners basic training on the use of the device, and will provide technical support for the care and maintenance of the hardware and software. Additional training classes may be made available through external sources and will be paid for by the District.

3. Costs

- a. The District will be responsible for the cost of the maintenance or replacement of any defective equipment or software. If the device is damaged because of a negligent or intentional act, or other act for which the Commissioner is responsible, the Commissioner will be responsible for replacement costs.
- b. Each Commissioner is responsible for costs associated with home and local internet access. Upon Commissioner travel outside the Portland metropolitan area, the District will pay the reasonable cost of connection to the internet for the Commissioner to conduct District business. Commissioners will pay any internet usage costs for personal use for emergencies.

4. Device Decommissioning

At the end of a Commissioner's term, or when the device is deemed by the CEO to no longer be useful to the District, the Commissioner may either purchase the device or return it to the District within 30 days. If the Commissioner elects to purchase the device, it will be sold at the District's depreciated cost of purchase. The District has adopted a four-year straight line depreciation schedule for the device. The purchase will be 100% in year one and decrease to 25% in year four. In years five and beyond, the price will be set by the CEO, serving as the public contracting officer, based on the market value of comparable devices in the Portland metropolitan area.

Chapter 11 – Annexation, Merger and Consolidation

1. Annexation

- a. Each proposed annexation will be individually reviewed and examined for economic, customer and operational impact.
- b. Unless addressed in an urban services agreement, the Board will oppose annexation by another governmental entity where the annexing entity proposes to withdraw the territory annexed and District infrastructure. The Board will not oppose annexation where the annexing entity negotiates with the District for continuation of District services within the territory proposed for annexation on terms acceptable to the Board.

2. Merger or Consolidation

The Board supports the concept of merger or consolidation with neighboring governmental entities providing water service if the action provides economic and efficient delivery of public services.