



TOWN OF DISCOVERY BAY CSD

1800 Willow Lake Road, Discovery Bay, CA 94505-9376
Telephone: 925.634.1131 Fax: 925.513-2705

Board Members

President-Kevin Graves
Vice President-Mark Simon
Director-David Piepho
Director-Ray Tetreault
Director-Brian Dawson

**MINUTES OF A SPECIAL MEETING
AND BOARD WORKSHOP OF THE BOARD OF DIRECTORS
OF THE TOWN OF DISCOVERY BAY CSD
Wednesday, August 25, 2010
1800 Willow Lake Road, Discovery Bay, California
Website address: www.todb.ca.gov**

SPECIAL MEETING at 6:30p.m.

A. ROLL CALL

The meeting was called to order at 6:30p.m. President Graves led the Pledge of Allegiance. Roll Call reflected that all Directors were present.

B. PUBLIC COMMENTS

No Comments

C. CONSENT CALENDAR

1. Various District Invoices

Motion made by Vice President Simon to approve the Consent Calendar and seconded by Director Tetreault - Motion carried by the following vote: AYES: 5, NOTES: 0, ABSENT: 0

Vice President Simon wanted to know what the Community Center Fund Invoice was for **General Manager Howard** explained that it was to restock and purchase embroidered shirts for our ongoing Community Center fund raising efforts.

D. NEW BUSINESS AND ACTION ITEMS

1. Electronic/Digital Recording of Town of Discovery Bay CSD and adoption of Resolution 2010-11

General Manager Howard explained that the Electronic/Digital Recording will give easy access to the public, and staff will upload the electronic versions to the Website. **General Manager Howard** expressed the minutes will be changed to Action minutes, to reduce staff's time spent on transcribing.

Motion made by Director Piepho to adopt Resolution 2010-11 and seconded by Director Tetreault

Director Tetreault questioned if the digital minutes will be saved in the same manner as the cassette tapes.

General Manager Howard stated that our current retention policy for the audio is to retain for 12 months, and the State law requires a minimum of thirty (30) days.

Director Tetreault commented on how the minutes will be stored on the Website.

General Manager Howard stated that twelve (12) months of minutes will be retained, however, (12) twelve months of minutes may not be stored on the Website based on the capacity of the Website.

There was a lengthy discussion by the board and public on how votes would be recorded on the minutes.

The action minutes will include the action item, the recommendation, and the vote, who made the motion and who seconded.

Legal Counsel McGrew indicated that when you have brief minutes and you have roll call and if the votes are all AYES, then you know that everyone in attendance voted AYES, if there are NOES, then there are procedures in that the President will announce the votes or they will call a roll call vote and have recorded in the brief minutes.

President Graves points out that the dissenting or abstention vote is not within the Resolution 2010-11 and will move forward and place that item within the polices.

General Manager Howard stated that the board can amend the resolution. The Board can approve the Resolution, with the amendment.

Director Piepho states that he does not want to change his motion.

Director Tetreault withdrew the second.

Treasurer Dawson seconds the motion.

The discussion continues on regarding the dissenting or abstention voting system.

Motion failed by the following vote - AYES: 1 – Piepho, NOES: 4 – Graves, Simon Tetreault, and Dawson

President Graves would entertain an alternate motion that would include the subject matter.

Legal Counsel McGrew states the motion for the minutes to be an action minutes format, recording the names of those voting. Legal Counsel McGrew believes that the intent is to amend the resolution to state that action minutes will record the names of those voting for or against all motions. That does not necessarily mean that you will have a roll call vote.

General Manager Howard suggests that when the language is similar to a dissenting or an abstention vote, at that point and time all (5) five board members are recorded as to how they have voted. In other words there will be all five (5) AYES and NOES. General Manager Howard believes that is the intent of the board.

Director Tetreault will agree that if there is a unanimous vote then no recording of individual votes and if there is a dissenting vote then we will record the vote of each board member.

Motion made by Director Tetreault for a unanimous vote and no recording and if there is a dissenting then we will record the vote and how they voted, seconded by Director Simon.

President Graves states that he wants to be clear on the motion on the recording of dissenting and abstention votes by name in other than unanimous votes, as an amendment to the Resolution 2010-11. Motion carried by the following vote – AYES: 5, NOES: 0, ABSENT: 0

E. WORKSHOP TO DISCUSS VARIOUS BOARD POLICIES, BY-LAWS, AND RULES OF ORDER

1. Town of Discovery Bay CSD Bylaws

2. Town of Discovery Bay CSD Board Policy

President Graves stated that staff and legal have been working on certain policies to clear up conflicts within the policies.

General Manager Howard asked to pull item E5 from the agenda because it is not ready to be discussed.

General Manager Howard placed binders on the Board Member's desk that include the CSD Law that was adopted by SB135, effective January 2006. A binder was also placed on the table in back for the public.

The board and Legal discussed several sections of the Bylaws and the Board Policy.

Director Piepho states that LAFCO and Contra Costa Special Districts Bylaw revisions are done by a committee appointed to handle the subject, because items could be overlooked.

General Manager Howard states that the Bylaws and Board Policy documents are at a preliminary stage and stated the process will be smoother for each document to be reviewed together.

The Board can address items that may need to be reviewed and no action will be taken within this meeting, however we would like to be given direction.

Items to be discussed for the *Board Policy and Bylaws

Conflict with the Title of Treasurer - State Law requires, and this board enacted, a 1998 Resolution that stated the Board Treasurer is actually the Treasurer of Contra Costa County. State Law SB135 states that the Board Treasurer can not be a member of the Board. The Resolution also states that two of the Board positions, President and Vice-President, are outlined.

Legal Counsel McGrew states Roberts Rule of Order to Rosenberg Rules of Order - that Rosenberg developed a simplified set of rules.

General Manager Howard states the board President does work cooperatively with staff with setting the agenda

Signing Checks – Can be signed by any of the board members.

Legal Counsel McGrew notes that organizations do not have Bylaws, they have rules.

Community Services District laws that are used today, recognize that you may have rules or Bylaws that could be combined.

President Graves states that changes will clean up any legal issues we may have, and is not sure if whether he agrees with the change from Roberts to Rosenberg.

Director Piepho states that he is in support of streamlining the Bylaw Policy and agrees with combining the Bylaws and Board Policy.

Director Piepho suggests changing the Bylaw, page three (3), Section 2, travel and training should be added to the section.

Legal Counsel McGrew notes that can be added, that is why it refers to reimbursement and travel policies.

Director Piepho suggests adopting the agenda after roll call.

Legal Counsel McGrew states that different communities do it different ways and it is more of a formality because you are limited on the Brown Act as to your agenda.

Director Piepho suggests that the President should assist the General Manager and that the President ultimately sets the Board Agenda. Bylaws should state - when the President or Vice President is missing from a meeting, another Board member would be appointed as the officer to serve for that particular meeting.

Legal Counsel McGrew states that appointing a board member to take the place of another board member on a meeting by meeting basis.

Director Piepho states that under LAFCO's handbook that the conduct of meetings and order of business, says, nine (9) items that go on during a meeting, call to order and roll call, adoption of the agenda and any modifications, public comment, approval of the minutes, consent items, business items, informational items, Commissioner or Staff announcements, and adjournment, should be outlined in the Board Policy.

Director Piepho stats that there is no need to adopt either one of the rules, Rosenberg or Roberts Rules, and that both serve as guidelines.

President Graves asked whether Roberts Rules of Order had been adopted by resolution for the use of this board.

General Manager Howard states that he is not sure if the Roberts Rules of Order have been adopted, by resolution, however, the Bylaws have been approved and action has been taken.

Resident Walter Mac Vittie states that Roberts Rule of Order is cumbersome and that he is in support of applying Rosenberg Rules of Order to the Board Policy

Resident Pat Richardson questioned how the General Manager Howard can prepare his own job description.

General Manager Howard states that statement means the job description for each and every staff member is ultimately the General Managers responsibility as is his own job description.

General Manager Howard stated that all job descriptions are approved by the board.

Resident Don Flint compliments General Manager Howard and the board for positive steps towards streamlining the policies.

Director Tetreault states that each guideline should be simplified which will make the process more efficient for all board members and any new board members.

Director Piepho states that the Board Policy on page two (2) at the top of the page, the statements are subjective and out of context. Also, page 2 number 13 should be taken out completely.

General Manager Howard suggests to referencing AB1234, as a guideline.

Director Piepho states that section B. General Conduct of Board of Directors and Officers, c. should only state any thing in writing, and take out the word statements. Also, Section 2 Preparation and Commitment; c. should be taken out completely.

3. Town of Discovery Bay CSD Website Policy

General Manager Howard states that there is no preliminary document for the Website Policy and this is the first draft. The document will provide information to the community. We also do not want to step over the boundaries of what we can and can not do. Also, we want to carefully link other websites to our website to protect ourselves.

Legal Counsel McGrew states that he has reviewed the document and the main concern is to monitor the website

General Manager Howard states that it is standard practice to monitor site activity and that the service we use is NIA.

4. Town of Discovery Bay CSD Media Relations Policy

General Manager Howard describes the Media Relations Policy and that the policy has not been before the board. The policy also addresses media relations from the board level and also from a staff level.

General Manager Howard states that he will monitor comments coming from staff to the press, so that he is aware of the comments and ensure that information is also relayed to the Board.

Director Tetreault states that the Section - 3. 3.1 Of the Media Relations Policy; he will state his thoughts of a particular agenda item.

Director Piepho states that he cautions the Board and that we do not want anything too restrictive with the press.*3.3.1 should be stricken from policy the rules are subjective and anything in writing should be implemented. Section 7 Personal Points of View, the policy can not take away his rights and the wording needs to be changed.

Director Piepho states that he believes board members should be encouraged with any large scale issue with the District and should direct those questions to the Board President and General Manager.

Director Simon states that there are (5) members on the Board with five (5) opinions and the press will ask if the opinion is unanimous.

General Manager Howard suggests that we move forward with an administrative policy and take the comments that he has heard tonight, pull them together and come up with a paragraph that will be included in the board policy and how it relates to general conduct of Board Members as they interact with the Press.

Director Dawson states that he will give his own opinion and does not speak for the board. He also believes that we do not need the paragraph in the policy.

President Graves states that the media will do what they are going to do and the Board should act with the responsibility that has been given to them.

Legal Counsel McGrew states that Media Policies are generally guidance for staff.

5. Town Of Discovery Bay CSD Public Record Requests Policy

General Manger Howard has pulled the Town of Discovery Bay CSD Public Record Requests Policy from the agenda as previously stated.

6. ADJOURNMENT

Meeting was adjourned at 8:11 p.m. to the next Regular meeting of September 1, 2010 starting at 7:00pm at 1800 Willow Lake Road- Located in back of the Delta Community Presbyterian Church.

cmc – 09.08.10