

**AGENDA**

**HUMAN RESOURCES COMMITTEE MEETING  
LEUCADIA WASTEWATER DISTRICT  
Wednesday, December 5, 2018 – 1:00 P.M.  
1960 La Costa Avenue, Carlsbad, CA 92009**

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- 1. Call to Order**
- 2. Roll Call**
- 3. Public Comment**
- 4. New Business**
  - A. Resolution No. 2308 – Revised Board-General Manager/Staff Relations Policy. (Pages 2-8)
  - B. Resolution No. 2309 - Board of Directors Election of Officers, Establishment of Committees, and Selection of Committee Members. (Pages 9-13)
- 5. Information Items**

None.
- 6. Directors' Comments**
- 7. General Manager's Comments**
- 8. Adjournment**

MEMORANDUM

Ref: 19-6454

**DATE:** November 29, 2018  
**TO:** Human Resources Committee  
**FROM:** Paul J. Bushee, General Manager  for  
**SUBJECT:** **Board-General Manager/Staff Relations Policy Annual Review – Follow-Up Information**

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**RECOMMENDATION:**

Staff requests that the Human Resources Committee (HRC) recommend that the Board of Directors:

1. Adopt Resolution No. 2308 –The Revised Board-General Manager/Staff Relations Policy; and
2. Discuss and provide other direction, as appropriate.

**BACKGROUND:**

Last month, the HRC conducted its annual review of the Board-General Manager/Staff Relations Policy. As a result of its review, the HRC directed staff to craft amendments to Section IX of the policy to reflect that Board members serve rotating and staggered two-year terms on each of LWD's standing committees. Staff agreed to draft the subject language and present it to the HRC for consideration in December, which is the purpose of this meeting's discussion.

**DISCUSSION:**

After consideration, staff believes that the Board standing committee selection and assignment issue would be best addressed in a separate stand-alone policy as it does not directly relate to Board and staff relations. Staff has drafted the standing committee assignment language and the HRC will consider this issue as part of its next agenda item.

As such, the Board-General Manager/Staff Relations Policy has been revised to omit "Section IX - Committees" of the policy in its entirety. Staff is requesting that the HRC recommend that the Board of Directors adopt the revised policy with the understanding that the information contained in Section IX will be addressed under a separate policy. The revised Board-General Manager/Staff Relations Policy in bold/strikeout format has been attached for review and staff will present a detailed overview of this information at the HRC meeting.

th:PJB

Attachment

**RESOLUTION NO. 2308**

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE  
LEUCADIA WASTEWATER DISTRICT  
ADOPTING THE REVISED LEUCADIA WASTEWATER DISTRICT'S  
BOARD-GENERAL MANAGER/STAFF RELATIONS POLICY**

**WHEREAS**, the Leucadia Wastewater District Board of Directors originally adopted a Board-General Manager/Staff Relations Policy in January 2007; and,

**WHEREAS**, the Policy was last amended in November 2014; and,

**WHEREAS**, it is in the interest of the Leucadia Wastewater District to periodically review and update the Board-General Manager/Staff Relations Policy; and

**WHEREAS**, the Board of Directors has completed its review and recommended changes to the policy.

**NOW, THEREFORE**, it is resolved as follows:

1. The LWD Board of Directors adopts the revised LWD Board-General Manager/Staff Relations Policy attached hereto as Exhibit "A" and directs that it be implemented consistent with all applicable laws and related District policies.
2. This Resolution supersedes Resolution No. 2228 and all previously adopted Board-General Manager/Staff Relations Policies.

**PASSED AND ADOPTED** at a meeting of the Board of Directors of the Leucadia Wastewater District held December 12, 2018 by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

\_\_\_\_\_  
Elaine Sullivan, President

ATTEST:

\_\_\_\_\_  
Paul Bushee, Board Secretary  
(SEAL)

## EXHIBIT A



### LEUCADIA WASTEWATER DISTRICT BOARD - GENERAL MANAGER/STAFF RELATIONS POLICY

Ref: ~~15-428119-6450~~

#### I. General Provisions

A) The Board of Directors, acting as a Board, is the governing body of the Leucadia Wastewater District (District) and is accountable to the public for the District's services, finances, establishment of policy and District performance. All powers of the Board shall be exercised and performed by the Board as a body, and no individual Director, except as otherwise authorized by the Board, shall have the power to alter or amend Board policy or directions. Public statements of Board policy and direction should reflect the viewpoint of a Board majority, notwithstanding a minority position. Directors acting within the scope and authority of their position enjoy strong legal protections from personal liability. Directors could lose some of these protections and risk personal liability if they act independently in excess of their authority.

B) The General Manager serves at the pleasure of the Board and is accountable to the Board for the implementation of Board policy and directions. The General Manager is the official spokesman for the District and is responsible for its day-to-day operation and administration. Unless directed otherwise by the Board, letters that express policies or positions of the District shall be from the General Manager.

C) The staff is responsible for performing administrative and operational functions assigned by the General Manager, or his or her designee, in implementing Board policy and directions. Direction to staff shall come through formal job descriptions or by directives from the General Manager or his or her designee.

D) District Counsel is retained by the Board, and is solely accountable to the Board.

E) The District's Financial Auditor is directly accountable to the Board. The Investment and Finance Committee (IFC) shall serve as the Board's delegated point of contact and meet with the Financial Auditor as required during the audit process.

#### II. Board to General Manager

A) The Board shall hire a General Manager, establish his or her compensation and define the conditions of his or her employment. The General Manager shall serve at the pleasure of the Board.

B) The General Manager is responsible for performing those functions, specific or general, assigned by the Board, either in the form of job description or Board direction.

C) The General Manager shall recommend, and the Board shall approve, the organizational structure of the District.

Policy Adopted: January 10, 2007

Amended: October 12, 2012, November 12, 2014, December 12, 2018

D) The General Manager shall hire all personnel with the exception of General Counsel at his or her sole discretion. The General Manager shall recommend and the Board shall approve the District's organizational chart and compensation ranges.

E) The Board of Directors shall ultimately approve district Policy. The General Manager may recommend and provide information regarding policy matters, including information relating to the technical, administrative and fiscal ramifications of the policies being considered.

F) The General Manager shall take direction only from a Board majority, or from a duly appointed committee, acting within the scope of the District and in accordance with direction from the Board.

G) The General Manager shall act as the primary point of contact between the Board and the staff.

H) The General Manager shall provide such reports for the Board as requested, including but not limited to:

- 1) Status reports on Board directed activities.
- 2) Financial reports.
- 3) Updates on operations, maintenance, construction and personnel matters.
- 4) Emergency reports.

### **III. Board to Staff**

A) Administration of staff is the direct responsibility of the General Manager. The General Manager shall provide policy and administrative direction to staff. Directors shall not direct staff regarding their employment duties.

B) If a Director is requesting the creation of a particular report or analysis, the matter shall be brought to the General Manager or, if appropriate, the Board of Directors. However, Directors may obtain copies of existing reports and analysis from staff.

C) Individual Directors may contact staff directly for the purpose of asking questions about, or seeking clarifications of, issues related to the District's official business. This access may be in person or via telephone, e-mail or other forms of written or verbal requests. When feasible, Directors should direct their general inquiries to Management Staff and questions regarding travel issues to the Executive Assistant. For the purposes of this policy, Management Staff includes the Administrative Services Manager, the Technical Services Manager and the Field Services Superintendent. The General Manager should be notified by staff of such contacts.

D) Individual Directors intending to use more than 30 minutes of any staff member's time for issues relating to the District's business, should make an appointment with the staff member at a mutually agreed time and date. Contact with staff members should not generally exceed one (1) hour in any one week. Contact between Directors and the General Manager is not limited.

E) Individual Directors shall be granted access to all existing public documents at the District.

F) Staff members are not precluded from speaking with Directors. However, all complaints or matters of internal discipline should follow the established chain of command.

#### **IV. Board and Employee Political/Election Related Activities**

A) Government Code § 3204 prohibits elected public officials, such as District Board Members, from directly or indirectly "using any office, authority or influence" to persuade an individual to vote, exert political influence, or take political action on behalf of any candidate, officer, or party, in exchange for aiding or obstructing that individual's ability to secure "any position, nomination, confirmation, or promotion." It is unlawful, therefore, for Board Members to use their positions to force employees to perform political or election related tasks, or to retaliate against employees for refusing to do so.

B) In the event that District employees volunteer to help Board Members with election or political activities, the District prohibits such conduct while at work or while on District property. The basic rule is that public entities cannot use public funds or resources to influence voters to support a political position. This prohibition naturally extends to a public employee's use of his or her time on the job for political or election activities. Employees may not participate in political or election activities while in uniform or at work.

#### **V. Board, General Manager and Staff to Attorneys**

A) The Board may hire Attorneys as needed and establish their compensation. Attorneys shall work under the direction of the Board or its designee and shall serve at the pleasure of the Board or its designee.

B) Attorneys shall not become involved in policy decisions, except to comment on the legal ramifications of the policies being discussed or considered.

C) Attorneys shall take direction from a Board majority, from a duly appointed committee acting within the scope of its District and in accordance with direction from a Board majority or from the Board Chair.

D) Any Director may request a verbal opinion from Attorneys on matters relating to District business, including, but not limited to, clarification of potential conflicts of interest which may bear on the Director's ability to participate in a vote. Any advice Attorneys provide shall be as legal counsel for the District and not individual Directors. Attorneys shall inform the Board if they become aware of any potential conflict of interest that may require withdrawal, disclosure, or abstention of a Director or otherwise impact the actions of the Board.

Directors may consult independent counsel on conflict of interest matters. If a potential conflict between an individual Director and the Board arises, the Director is encouraged to consult independent counsel.

E) Attorneys shall not respond to individual requests of a personal nature.

F) The General Manager is the primary point of contact between the staff and Attorneys for the assignment of work.

G) The General Manager shall be authorized to contact Attorneys at his or her discretion.

## VI. Board to Other Agencies

A) Directors may contact elected officials, or staffs of other Agencies, on behalf of the Board. However, when representing the Board, Directors' comments should reflect approved Board policies or, in areas where no policy has yet been developed, the viewpoint of a majority of the Board. If the Board's viewpoint is unclear or not known, this should be stated.

B) If a Director expresses an opinion before another agency regarding District business that is inconsistent with established Board policy or is simply not covered by Board policy or action, it is requested that the Director state that he or she is expressing their own opinion and not representing the Board as a whole.

## VII. Emergency Situations

A) The General Manager or his/her appointee shall notify Directors of an emergency as soon as reasonably practical. The General Manager or his/her appointee shall follow-up with written reports to the Board within a reasonable time following the emergency.

## VIII. Access To The Agenda

A) The Board may request items to be placed on future agendas at its regular meetings. In addition, each and every Director may place any item on the agenda provided the request is made no later than Tuesday of the week before the meeting.

B) Items placed on the agenda by an individual Director, accompanied by material submitted by that Director, shall be included in the agenda packet.

## ~~IX. Committees~~

~~A) To facilitate the fulfillment of its responsibilities, the Board may, from time to time, establish committees, as allowed by the Government and Water Codes.~~

~~B) The Board President shall appoint committee members at a meeting of the Board. For appointments made by the Board President, no action or vote by the full Board is required. However, if requested by two Directors at the meeting in which committee appointments are made, a Board vote to affirm or reject the committee appointments shall be held. If a majority of the Directors vote in favor of the committee appointments, or fail to vote against the appointments, they shall be deemed approved. If a majority of the Directors present vote against the committee appointments, they shall be deemed void, and the Board shall then make the committee appointments.~~

~~C) The General Manager shall complete, and post on the District's website, a Fair Political Practices Commission Form 806 that identifies all of the current, paid committee appointments. The General Manager shall update and post a new Form 806 on the District's website upon any of the following circumstances: 1) the number of scheduled or estimated committee meetings is changed, 2) there is a change in committee compensation, or 3) there is a change in committee membership.~~

~~D) The purpose, scope and duration of each committee shall be established by the Board.~~

~~E) Each committee will operate within the purpose and scope defined by the Board. If additional activities appear necessary to the completion of the assigned task, the committee may request additional authorization from the Board.~~

~~F) Committees will keep the Board apprised of their activities and make a full report to the Board at regularly scheduled Board meetings.~~

**IX. Policy Review**

A) This policy shall be reviewed annually by the Board of Directors.



## MEMORANDUM

Ref: 19-6455

**DATE:** November 29, 2018  
**TO:** Human Resources Committee  
**FROM:** Paul J. Bushee, General Manager   
**SUBJECT:** **Proposed Resolution No. 2309 - Board of Directors Election of Officers, Establishment of Committees, and Selection of Committee Members**

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### RECOMMENDATION:

Staff requests that the Human Resources Committee (HRC) recommend that the Board of Directors:

1. Adopt Resolution No. 2309 – Revising the Policy for the Board of Directors Election of Officers and Establishment of Committees, and the Associate Duties and Selection Procedures; and
2. Discuss and provide direction, as appropriate.

### BACKGROUND:

Last month, the HRC directed staff to draft amendments to Section IX of the Board-General Manager/Staff Relations Policy. As discussed in the previous item, staff is proposing to include the language in a new policy as described below.

### DISCUSSION:

The District currently has a Board policy in place (Resolution No. 2118) that explains how the Board President and Vice President officers are elected. The Resolution was established in January 2003 and has not been updated since that time. The Resolution did not address Board standing committees, how the committees are developed and who appoints the committee members.

Upon review, staff believes that it is best to develop a separate stand-alone policy that combines the procedures for the Board's election of officers with those associated with the establishment, duties and selection procedures for Board committees. Attached please find the draft policy for your review. Please note that the draft policy incorporates language, at the HRC's direction last month, to include rotating two-year term limits for standing committee members. Key components of the policy are as follows:

1. Clarifies and defines how the Board President and Vice President of District are elected.
2. Defines and explains the purpose of the Standing and/or Ad Hoc Committees.
3. Provides guidelines for appointing Board Committee members and their terms.
4. Includes required regulations by the Fair Political Practices Commission about paid committee appointments.

Staff requests that HRC review and discuss the draft policy and recommend that the Board of Directors adopt Resolution 2309.

th:PJB

Attachment

**RESOLUTION NO. 2309**

**A RESOLUTION OF THE BOARD OF DIRECTORS  
OF THE LEUCADIA WASTEWATER DISTRICT  
REVISING THE POLICY FOR THE ELECTION OF BOARD OFFICERS, ESTABLISHING  
COMMITTEES AND ESTABLISHING THE PROCEDURES FOR SELECTING BOARD  
COMMITTEE MEMBERS**

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**WHEREAS**, the Board of Directors ("Board") of the Leucadia Wastewater District ("District") maintains a policy for the election of the President and Vice President of the Board of Directors; and,

**WHEREAS**, the Board wishes to combine the election of the President and Vice President procedures with the procedures for the establishment of District Committees under one policy;

**NOW, THEREFORE**, it is hereby resolved as follows:

1. The Board of Directors adopts the revised Board Policy for the Election of Board Officers, Establishing Committees and Establishing the Procedures for Selecting Board Committee Members attached hereto as Exhibit "A" and directs it be implemented consistent with California Water Code Section 30520 and any other applicable laws.
2. This Resolution supersedes Resolution No. 2118.

**PASSED AND ADOPTED** at a meeting of the Board of Directors of the Leucadia Wastewater District held December 12, 2018 by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

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Elaine Sullivan, President

ATTEST:

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Paul J. Bushee, General Manager  
(SEAL)



**LEUCADIA WASTEWATER DISTRICT  
BOARD OF DIRECTORS ELECTION OF BOARD OFFICERS, ESTABLISHMENT OF  
COMMITTEES, and SELECTION OF BOARD COMMITTEE MEMBERS POLICY**

**I. PURPOSE**

- A. The purpose of this policy is to establish how the Board President and Vice President of the District are elected.
- B. The purpose of this policy is to describe how standing committees are formed; the roles of the standing committees and how Board members are appointed to standing committees.

**II. POLICY**

- A. The Board of Directors shall elect amongst its members, a Board President and Vice President on a yearly basis.
- B. Once elected, the Board officers shall serve in their nominated position for a one-year term.
- C. To facilitate the fulfillment of the Board responsibilities, the Board may, from time to time, establish committees.
- D. This policy shall supplement and be consistent with California Water Code Section 30520 and any other applicable laws.

**III. ELECTION OF PRESIDENT AND VICE PRESIDENT PROCEDURES**

- A. At a noticed Board meeting in December of each year, the Board shall elect a President and Vice President amongst its members by a majority vote.
- B. The newly elected Board President and Vice President shall begin their term of office at the first noticed meeting of the Board in January following the election.
- C. Upon the occurrence of a vacancy, the Board shall fill such vacancy in accordance with the law.

**IV. SPECIFIC PURPOSE OF COMMITTEES**

- A. To facilitate the fulfillment of its responsibilities, the Board may, from time-to-time, establish an Ad Hoc committee and/or a Standing committee. The purpose, scope and duration of each committee shall be established by the Board.

- B. Ad Hoc committees consists of two Board members selected during a Regular Board meeting to meet with District staff and consulting firms to discuss and provide recommendations to the Board regarding a specific item not covered by the Standing committees. For Ad Hoc committees, the committee will be deemed dissolved after its final report it made to the Board.
- C. Standing committees are created to the assist the Board in specific areas or jurisdiction on an ongoing basis. A Standing committee shall consist of two Board members. The performance of all duties and functions by the committees is for the purpose of advising and recommending actions to the Board of Directors. A Standing Committee will meet with District staff and consulting firm, as deemed necessary, during the fiscal year in order to fulfill the needs of the Board.

LWD Board hereby establishes the following Standing Committees with their associated scope of duties:

**1) Investment & Finance Committee**

The Investment and Finance Committee (IFC) shall advise the Board on matters relating to District finances. Typical duties of the IFC include:

- Annual review of reserve and investment policies;
- Review of the Comprehensive Annual Financial Report (CAFR);
- Review of contracts related to financial matters; and,
- Review other financial matters, as appropriate.

**2) Community Affairs Committee**

The Community Affairs Committee (CAC) shall advise the Board on matters relating to the District's public information and outreach programs. Typical duties of the CAC include:

- Review production of the District's newsletters;
- Review the Teacher Grant Program;
- Review contracts related to public information; and,
- Review other public information and outreach matters, as appropriate.

**3) Engineering Committee**

The Engineering Committee (EC) shall advise the Board on matters relating to District's Capital Improvement Program. Typical duties of the EC include:

- Review the District's Capital Improvement and Capital Acquisition Programs;
- Review contracts related to engineering and construction services;
- Review Capital Improvement and Capital Acquisition budgets; and,
- Review other Capital Improvement matters, as appropriate.

**4) Human Resources Committee**

The Human Resources Committee (HRC) shall advise the Board on matters relating to District personnel. Typical duties of the HRC include:

- Review personnel policies;
- Review personnel budget; and,
- Review other personnel matters, as appropriate.

**5) Encina Wastewater Authority (EWA) and Encina Joint Advisory Committee (JAC) Board Representatives**

The EWA and JAC Board representatives shall advise the LWD Board on matters relating to EWA. Typical duties of the EWA and JAC Board Representative include:

- Performs all Board functions for the EWA and JAC.
- Attend scheduled EWA Board and/ Standing committees meetings; and,
- Provide status reports about EWA operations and Capital Improvement Projects at LWD regular Board meetings.

**V. APPOINTMENT OF STANDING COMMITTEES MEMBERS GUIDELINES**

- A. The initial Standing committee appointments and the committee's chairperson shall be assigned by the Board President. The chairperson shall make reports to the Board at the regular Board meeting on the committee's meeting(s).
- B. The term of committee members on their respective committee shall be for period of two years. Following the committee members initial term, one committee member from each committee will follow a rotation pattern from the list of standing committees in section IV, C). For example, an IFC member will rotate to the CAC, and one CAC member will rotate to the EC. The intent is to rotate committee members, so that each Board member gets an opportunity to eventually serve on all committees to broaden their experience in each specific area.
- C. Upon the occurrence of a newly elected Board member, he/she shall fulfill the committee position(s) of the preceding Board member.

**VI. FAIR POLITICAL PRACTICES COMMISSION (FPPC) REGULATION REQUIREMENTS**

- A. The General Manager shall complete, and post on the District's website, a Fair Political Practices Commission Form 806 that identifies all of the current, paid committee appointments.
- B. The General Manager shall update and post a new Form 806 on the District's website upon any of the following circumstances: 1) the number of scheduled or estimated committee meetings is changed, 2) there is a change in committee compensation, or 3) there is a change in committee membership.