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Initiating Dept./Div.: Board of Directors/
Secretary of the District



BOARD POLICY

BOARD ETHICS AND CONDUCT

PURPOSE

To promote and maintain high standards of personal and professional conduct of District Board Members that reflect the mission, vision, values and goals of the District and the communities it serves.

RESPONSIBILITIES OF PUBLIC OFFICE

Board Members are dedicated to the concepts of effective and democratic government by responsible elected officials, including:

- Upholding the Constitution of the United States and the Constitution of the State of California and carry out the laws of the nation, the state and local governmental agencies;
- Complying with applicable laws and policies regulating their conduct, including open government, conflict of interest, and financial disclosure laws;
- Being accountable to the constituents as a top priority through impartial and independent decision making in light of the needs of the people they serve;
- Creating policies and provide fiscal oversight; and
- Appointing and evaluating the General Manager, Secretary of the District, and District Counsel.

POLICY

A. Board Ethics

The Members of the Board of Directors shall conduct themselves in accordance with the following ethical standards:

1. **Act in the Public Interest:** Recognizing that stewardship of the public interest must be their primary concern, Board Members will work for the common good of the people and not for any private or personal interest. They will assure fair and equal treatment of all persons, claims and transactions coming before the Board of Directors.
2. **Decisions Based on Merit:** Board Members shall base their decisions on the merits and substance of the matter at hand, rather than on unrelated considerations or personal interests. Board Members shall listen to and consider all evidence and information presented on a matter and refrain from reaching any final conclusion until the completion of the hearing or the discussion of the matter.
3. **Conflict of Interest:** Board Members shall avoid conflicts of interest. Board Members shall comply with the District's Conflict of Interest Code, the provisions of the Fair Political Practices Commission Regulations and other applicable laws.
4. **Gifts and Favors:** Board Members shall not take any special advantage of opportunities for personal gain by virtue of their Board membership. They shall refrain from accepting gifts or benefits which are inconsistent with Fair Political Practices Commission Regulations.
5. **Use of Public Resources:** Board Members shall not use public resources for private gain or for personal purposes not authorized by law.
6. **Advocacy:** Board Members shall represent the official policies or positions of the Board of Directors to the best of their ability when designated as delegates for this purpose. When presenting their individual opinions and positions, Board Members shall explicitly state they do not represent the Board of Directors or the District, nor will they allow the inference that they make.
7. **Open and Public Meetings:** Board Members shall adhere to the rules restricting Board decision making to properly noticed public meetings consistent with the provisions of the Ralph M. Brown Act found at section 54950 and following the California Government Code.
8. **Confidentiality:** Board Members shall not disclose to unauthorized persons any information that legally qualifies as confidential without approval of the entire Board. This includes information that (1) has been received for, or during, a closed session of the Board; (2) is protected from disclosure under the attorney-client or other evidentiary privilege; or (3) is not disclosable under the Public Records Act.

Prior to disclosing confidential information, a Board Member must first bring the matter to the attention of the full Board, in a lawful and

appropriate manner. This provides an opportunity for the Board to address the alleged violation of the law.

9. **Addressing Violations or Improprieties:** In the event of a concern of serious impropriety or violation of the law by the Board or a Board Member, a Board Member should make a confidential inquiry or complaint first to the District Counsel. Should the Board Member be unable to resolve the issue at this level, he or she may contact the Contra Costa County District Attorney or grand jury concerning a perceived violation of the law. Such inquiries or complaints may include disclosing facts to the District Counsel, District Attorney or grand jury necessary to establish the alleged illegality of a District action and such a disclosure of confidential information shall not be viewed as an improper breach of the confidentiality obligation.

B. Board Conduct Guidelines

The Board Conduct Guidelines are designed to describe the manner in which Board Members should treat one another, District staff, constituents, and others they come into contact with while representing the District.

1. **Board Members' Conduct with Each Other in Public Meetings.** Board Members are often individuals with a wide variety of backgrounds, personalities, values, opinions and goals. Despite this diversity, all have chosen to serve the public in order to preserve and protect public health and the environment. In all cases, this common goal should be professionally acknowledged and respected even though individuals may not agree on every issue.

a. Respect the Role of the Board President in Maintaining Order

It is the responsibility of the Board President to keep the comments of Board Members on track during public meetings. Board Members should respect efforts by the President to focus discussion on current agenda items and reasonably manage the discussion process. If there is disagreement about the agenda or the President's actions, those objections should be voiced politely and with reason, following procedures outlined in the adopted Rosenberg's Rules of Order parliamentary procedure.

b. Practice Civility and Decorum in Discussions and Debate

Difficult questions, tough challenges to a particular point of view, and criticism of ideas and information are legitimate elements of debate by a free democracy in action. Free debate does not require, nor justify, public officials making belligerent, personal, impertinent, abusive, or disparaging

comments, whether verbal or non-verbal. Board Members should be respectful of other Board Members' right to promote differing positions.

c. Demonstrate Effective Problem-Solving Approaches

Board Members have a public stage and have the responsibility to show how individuals with disparate points of view can find common ground and seek a compromise that benefits the community as a whole. Board Members shall prepare themselves for meetings, listen attentively to all public discussions, and focus on the business at hand. Board Members should be mindful of the time taken in making their comments and accept that each Board Member should be given adequate time for comments.

d. Ex Parte Communications

Board Members shall publicly announce to the Board any ex parte communications which may have occurred that relate to matters under consideration at that Board meeting or at any future meetings. Ex parte communications are communications made outside the Board Room setting where not all the Board Members are present. For purposes of this policy, simple social conversations, or conversations unrelated to the matters to be brought before the Board, do not need to be publicly announced. Similarly, Board Members should also disclose receipt of significant information obtained at a seminar, forum, or other public meeting which is directly related to an agenda item and could reasonably impact a Board Member's consideration of that matter.

Board Members shall announce to the full Board when they have made public statements or presentations outside of a Board meeting concerning matters of District business. Also, when presenting their individual opinions and positions publicly, Board Members shall explicitly state they do not represent the Board of Directors or the District, nor should any such inference be allowed to be drawn.

2. Board Members' Conduct with the Public in Meetings

a. Public Attendance at Meetings

Making the public feel welcome is an important part of the democratic process. The Board President has the responsibility to ensure that the public is treated appropriately and consistently in meetings. No signs of partiality, prejudice or disrespect should be evident on the part of individual Board Members toward an individual participating in a public forum. Every effort should be made to be fair and impartial in listening to public testimony. Asking for clarification is appropriate, but Board Members should avoid debate and argument with the public.

b. Avoidance of Discriminatory Speech or Actions

Board Members shall avoid statements or comments that suggest any intent to differentiate or discriminate in District actions or policy between persons or classes of the public on the basis of on race, religion, color, creed, age, marital status, national origin, ancestry, gender, sexual orientation, medical condition or disability, or other protected classes.

3. **Board Members' Conduct with Staff:** The District's success in accomplishing its mission can best be accomplished as a result of the Board regularly providing direction and management staff carrying out that direction.

a. Board/General Manager Relationship

The Board sets policy and the General Manager is responsible for execution of that policy. The Board, as a whole, provides policy direction and instructions to the General Manager on matters within the authority of the Board and only by a majority vote during duly convened Board meetings. These instructions and direction include the goals and objectives outlined in the Strategic Plan as well as the General Manager's annual performance goals.

b. Requests for Information from Staff

Most requests for information from or direction to staff should come from the Board or a Board Committee. There are times when individual Board Members seek additional information from staff. Good management requires that the General Manager monitors and directs the work of staff rather than individual Board Members. If a request comes from an individual Board Member, the request should generally be made to the General Manager. The General Manager should be able to obtain the answers or involve the right person in the discussion as needed.

Requests from individual Board Members for information, such as studies or assessments that require more than a minimal amount of staff time, shall be placed on the Board agenda for approval by a majority of the Board. If the request is made during a Board meeting, the Board President shall ask the General Manager for an assessment of the staff time necessary to support the request and the full Board shall indicate by majority vote if it wishes to proceed with obtaining the requested information.

The Secretary of the District is often able to assist Board Members with obtaining District records and other scheduling or administrative type matters.

c. No Solicitation of Political Support from Staff

Elected officials should not solicit any type of political support from staff. As private citizens, staff may support political candidates of their choice, but all such activities should be done away from the District workplace during non-work hours.

d. Positive Work Environment

Board Members shall support the maintenance of a positive and constructive workplace environment for District employees and shall recognize their special role in dealings with employees to avoid the perception of inappropriate direction to or treatment of staff.

4. **Board Members Serving as Committee Members:** Board Members serving as Committee Members shall follow the conduct guidelines set forth above and shall adhere to Board Policy No. BP 013 – *Board Committees*.
5. **Board Self-Evaluation:** The Board shall conduct a public self-evaluation workshop annually, with even years being full evaluations focusing on broad topical performance questions and odd years focusing on specific topics identified in even-year evaluations.
6. **Violation of Policy:** A perceived violation of this policy by a Board Member should be referred to the Board President for evaluation and consideration of any appropriate action warranted. In the case of a perceived violation by the Board President, the matter should be referred to the President Pro Tem. Typically, reports, complaints or concerns of perceived violations should be shared by the Board President or President Pro Tem with the entire Board. The Board President or President Pro Tem shall seek the assistance of the General Manager and District Counsel with regard to the process for addressing a report or complaint of a perceived violation.

A violation of this policy may be addressed by remedies available in law, including but not limited to:

- a. Informal discussion with the Board President or President Pro Tem;
- b. Professional counseling/coaching for the individual Board Member, upon recommendation of a majority of the Board;
- c. An expression of admonition or disapproval of the conduct and/or censure of the Board Member. This could take place in accordance with the following path:

- (1) A verbal admonition (not a written action) carried out by the Board President or President Pro Tem in a public meeting with approval of a majority of the Board Members; and
 - (2) A formal censure in the form of a resolution, which may include actions up to and including removal from all committee assignments and any outside form of representation of the District;
- d. Injunctive relief; or
- e. Referral of the violation to the Contra Costa County District Attorney and/or grand jury for investigation.

Nothing herein, however, shall be construed to prohibit a Board Member of his or her First Amendment right to free speech, nor the Board's right to express their collective disapproval.

Formal Board actions to address violations shall be taken in the public portion of a properly noticed Board meeting.

[Original retained by the Secretary of the District]