This brief is being provided to inform the Board, staff and public of the details of an agenda item that requires action from the Board. The President of the Board will provide board members, staff, and the public the opportunity to ask questions about this topic when this agenda item is announced.

**Date:** March 18, 2022

**Originator:** Cary Curtis

**Purpose**: Committee Charters have been developed for all Standing Committees of the Board and are presented for board review, input, and possible action to adopt

**Supporting Documents Included:** Included on this brief are the draft Charters for all Standing Committees of the Board –

1. Executive Committee
2. Finance Committee
3. Fire Protection Committee
4. Firewise Committee

**Desired Action by the Board:**  Review, provide input and possibly adopt Standing Committee Charters

\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*

1. **Description:**  At the January 21, 2022, GMCSD board meeting, it was agreed to develop Committee Charters for standing and ad-hoc committees of the board. The agreement was for all draft charters to be reviewed and possibly adopted at the March 18th board meeting. Presented are draft Charters for Standing Committees only. Ad-Hoc Charters will be reviewed at the board’s May 20th meeting.
2. **Reason for Recommended Board Action -** (*Consider compliance, cost savings, fixing a problem*):

Committee Charters do not currently exist. Once adopted, the Charters establish direction, objectives, and scope for each committee. The Charters clarifies how committee meeting are to be organized, communicated, and held to ensure compliance with the Brown Act.

1. **Anticipated Impacts to the District (negative and/or positive) -** (*Consider financial impact, change in procedures, customer and staff communication and effect if recommendations are not adopted*): Positive impact to the District due to established agreement to scope of committee responsibilities and compliance with Brown Act. Provides guidance for future committee members.
2. **Anticipated Impacts to the Customer –** *Standby, Residential, Commercial***:**

Possible streamlined reporting from committees during board meetings. Customers will be more aware of committee objectives and responsibilities.

1. **Recommendation (s):**

Review, discuss and possible adopt the Standing Committee Charters presented for –

* Executive Committee
* Finance Committee
* Fire Protection Committee
* Firewise Committee

**STANDING COMMITTEE DRAFT CHARTERS FOR REVIEW AND POSSIBLE ADOPTION**

1. **Executive Committee**

**PURPOSE:** The Executive Committee is established as a standing committee of the Board of Directors to oversee Board effectiveness and general personnel matters, excepting those that are privileged and confidential. The committee works to ensure the Board is fully formed and operating effectively to meet its obligations to the District, with direct responsibility for board member recruitment sourcing and compliance with current law. The committee shall consider General Manager performance and advise on human resource policies, programs, and plans, employee development, and succession plans. The Executive Committee shall act in an advisory capacity to the General Manager on any organizational topics that the General Manager may bring to the Committee.

**MEMBERSHIP & TERM:** The Committee is comprised of two directors; one of which shall be the Board President. The Committee may establish such subcommittees as it believes are necessary to fulfill its purpose.

The term for the Board member who is President shall run with the time he or she is President of the Board. The term for the second Director shall be two years.

**MEETINGS:** Meetings of the Gold Mountain CSD Executive Committee are subject to the *Brown Act* meeting and notice requirements. Subject to compliance with noticing requirements, the Committee shall meet as often as the Chair of the Committee deems necessary or desirable. Meeting minutes are required and posted to the district’s website.

**RESPONSIBILITIES:** The Committee shall keep itself generally aware of District matters and of the General Manager’s performance relative to his/her duties. The Committee’s primary responsibilities include:

* Oversee the Board’s hiring process for the General Manager position and all other matters regarding the General Manager’s employment.
* Assure that a succession plan for the General Manager position is in place, and that the General Manager has a management plan in place adequate to fulfill the District’s responsibilities.
* Oversee the Board’s process of setting annual goals for the General Manager and the District.
* Providing regular and specific feedback to the General Manager on his/her personal performance against goals and expectations.
* Lead annual performance review process for General Manager, including solicitation of input, development of written document, delivery of feedback and compensation recommendation to the Board.
* Provide general organizational feedback as needed.
* Recommend the annual budget for the District’s personnel costs to the Board, including overall budget for wages, benefits, and bonuses. The General Manager shall be responsible for allocating the approved personnel budget to District employees, including wages, salary increases, bonuses, etc.
* The Committee may from time to time recommend to the Board that a study be conducted to assure that the District’s salaries and benefits are appropriately competitive with similar Districts in the area. Historically, the District has completed a competitive wage analysis every three years.
* Periodically review the District’s personnel policies and Employee Handbook and recommend any changes to the Policy Committee and/or Board, including regulatory requirements or other amendments that the Committee deems appropriate.
* Act in an advisory capacity to the General Manager on any personnel and organizational related matters that the General Manager wishes to bring to the Committee.
* Lead the search and vetting process to fill vacancies on the Board of Directors as needed.
* Establish and ensure board members are meeting obligations for attendance, participation, etc.
* Identify and lead efforts around Board effectiveness, including feedback on meeting process.
* Partner with General Manager to ensure required board member training is completed as required and on time.
* Lead new board member onboarding process and maintain accuracy of new board member reference guide.

**Standing Committee Compliance with the Brown Act:**

*Standing committees of a legislative body, which consist solely of less than a quorum of the body, are subject to the requirements of the Brown Act. Standing committees exist to make routine and regular recommendations on a specific subject matter, they survive resolution of any one issue or matter, and are a regular part of the governmental structure.*

*Standing committees may, but are not required to, have regular meeting schedules. Even if such a committee does not have a regular meeting schedule, its agendas should be posted at least 72 hours in advance of the meeting (Section 54954.2). If this is done, the meeting is considered to be a regular meeting for all purposes. If not, the meeting must be treated as a special meeting, and all the limitations and requirements for special meetings apply.*

1. **Finance Committee**

**PURPOSE:**

The Finance Committee is established as a standing committee of the Board of Directors (BOD) to review, discuss and make recommendations to the District Board of Directors on matters related to the District's finances.

**MEMBERSHIP & TERM:**

Membership: The committee is comprised of two Directors, the District GM, and Treasurer.

Term: Annual

**MEETINGS:**

Meetings of the committee are subject to the Brown Act meeting and notice requirements. Subject to compliance and noticing requitements, the party will meet semi-annually, or as often as necessary or desirable. Meeting minutes are required for each meeting and posted to the District’s website.

**RESPONSIBILITIES:**

Individual Committee members shall remain conversant with the District finances and keep themselves generally aware of District performance to budget. The Committee shall bring findings, concerns, and recommendations to the board. Responsibilities include:

* Investment of district reserves to ensure safety, liquidity, and acceptable yield
* Ongoing rate analysis of user, non-user, consumption, and connection fees
* Development of fiscal policies regarding debt issuance and service
* Review capital improvement plans and major system refurbishment/repairs
* Provide guidance and recommendations regarding District audits
* Ongoing financial analysis of current budgets as related to operational requirements, maintenance needs, capital improvements, and long-term community projects.
* Develop and maintain a set finance procedures and policies in line with this committee charter.

**Standing Committee Compliance with the Brown Act:**

*Standing committees of a legislative body, which consist solely of less than a quorum of the body, are subject to the requirements of the Brown Act. Standing committees exist to make routine and regular recommendations on a specific subject matter, they survive resolution of any one issue or matter, and are a regular part of the governmental structure.*

*Standing committees may, but are not required to, have regular meeting schedules. Even if such a committee does not have a regular meeting schedule, its agendas should be posted at least 72 hours in advance of the meeting (Section 54954.2). If this is done, the meeting is considered to be a regular meeting for all purposes. If not, the meeting must be treated as a special meeting, and all the limitations and requirements for special meetings apply.*

1. **Fire Protection Committee**

**PURPOSE:**

The Fire Protection Committee (FPC) is established as a standing committee of the Board of Directors (BOD) to oversee the Fire and Emergency Services under contract to the District. The Committee works to ensure the BOD is fully informed of the contractor’s performance against contractual obligations and to identify and review contracting alternatives.

**MEMBERSHIP & TERM:**

Membership: The committee is comprised of two directors, the GM, and the Fire and Emergency Services Coordinator.

Term: Annual

**MEETINGS:**

Meetings of the committee are subject to the Brown Act meeting and notice requirements. Subject to compliance and noticing requitements, the party will meet annually, or as often as necessary or desirable. Meeting minutes are required for each meeting and posted to the District’s website.

**RESPONSIBILITIES:**

Individual Committee members shall remain conversant with the District’s Fire and Emergency Services contract and keep themselves generally aware of fire services and emergency services matters. The Committee shall bring findings, concerns, and recommendations to the board. Responsibilities include:

* Overseeing contract performance
* Negotiating contract changes, amendments, and modifications to existing contracts
* Drafting future contract requirements
* Bringing recommendations to the board

**Standing Committee Compliance with the Brown Act:**

*Standing committees of a legislative body, which consist solely of less than a quorum of the body, are subject to the requirements of the Brown Act. Standing committees exist to make routine and regular recommendations on a specific subject matter, they survive resolution of any one issue or matter, and are a regular part of the governmental structure.*

*Standing committees may, but are not required to, have regular meeting schedules. Even if such a committee does not have a regular meeting schedule, its agendas should be posted at least 72 hours in advance of the meeting (Section 54954.2). If this is done, the meeting is considered to be a regular meeting for all purposes. If not, the meeting must be treated as a special meeting, and all the limitations and requirements for special meetings apply.*

1. **Firewise Committee**

**PURPOSE:** The mission of the Nakoma Community Firewise Committee is to support and encourage activities which reduce hazardous fire fuel loads in our community. In all cases we want to preserve the natural beauty of Nakoma Community while taking prudent steps to reduce the risk of devastating wildfire damage.

**MEMBERSHIP & TERM:** The Nakoma Community Firewise Committee is a joint committee of the HOA and CSD and is comprised of community volunteers who collaborate with local, state, and federal fire officials to identify and support implementation of sound fire safe programs that are focused on community member safety and wildfire resiliency programs. The Committee should be comprised of one Chair and volunteers from the Nakoma Community.

**MEETINGS:** Meetings shall be open to all Nakoma Community members. Outside resources should be encouraged to attend in order to give input on programs and topics that are important to keeping our community Firesafe and Firewise. Meetings shall be announced in advance through GMCSD office email. There shall be no less than one meeting, an Annual meeting, to review where our community has acted and what more needs to be done going into the future

**RESPONSIBILITIES:**

**GOALS:** The priority Nakoma Community goals for wildfire safety are educating community members in best Firewise resources and actions which include:

1. Public and firefighter safety
2. Protection of developed resources such as homes and infrastructure
3. Protection of natural resources such as watersheds, mature tree stands, views and habitats

**Standing Committee Compliance with the Brown Act:**

*Standing committees of a legislative body, which consist solely of less than a quorum of the body, are subject to the requirements of the Brown Act. Standing committees exist to make routine and regular recommendations on a specific subject matter, they survive resolution of any one issue or matter, and are a regular part of the governmental structure.*

*Standing committees may, but are not required to, have regular meeting schedules. Even if such a committee does not have a regular meeting schedule, its agendas should be posted at least 72 hours in advance of the meeting (Section 54954.2). If this is done, the meeting is considered to be a regular meeting for all purposes. If not, the meeting must be treated as a special meeting, and all the limitations and requirements for special meetings apply.*