



Approve Revised Board Rules

Action

Author: Michael Maurer, General Counsel

Attachments: Yes

Referring Committee: Strategic Planning

Issue:

Approval of the revised Board Rules

Request:

Approve

Recommendation for Board:

That the board approve the revised Board Rules and direct staff to distribute a copy to the member agencies.

Recommendation for Committee:

That the Strategic Planning Committee review the proposed revisions to the Board Rules and recommend that the board approve the revised Rules.

Background:

SACOG as a Joint Powers Authority has two key documents that explain how the organization is governed. The first document, the Joint Powers Agreement, is the primary document approved by every member city and county. The Joint Powers Agreement was last updated in 2003 and is not being recommended for changes at this time. The second document, the Board Rules, function as the bylaws for SACOG and spell out how the board organizes itself and conducts its business. The Board Rules can be modified by the Board of Directors at their discretion. The last amendment to the Board Rules was made in 2005. Prior to that point, the Board Rules were regularly amended every few years after SACOG's formation in 1981.

The Strategic Planning Committee has performed a review of the Rules over several months. It initially provided direction to staff in December, and staff proposed draft revisions at the Committee's February meeting. The Committee reviewed the proposed revisions and requested that staff meet with a small *ad hoc* group of board members to do a more detailed review. After receiving feedback from the *ad hoc* group, the Committee recommended approval of the proposed draft at its May 8, meeting.

Discussion/Analysis:

Michael Maurer, SACOG's general counsel, will present the revisions for committee review and approval. Key changes include:

1. Making reference to the other policies adopted by the board, including the Strategic Plan, Racial Equity Action Plan, and Board Code of Conduct;
2. Creating clearer procedures for calling a Special Meeting;
3. Clarifying the rules for how meetings are conducted;
4. Creating an option for the board to create ex officio or nonvoting board and committee seats; and
5. Making non-substantive changes to reflect the language that SACOG uses as well as to document current practices and conventions.

The Board Rules also contain the stipend for board members, which is currently set at \$100 per meeting. The Committee considered increasing this amount to \$125, but ultimately settled on recommending that the board stay with the current amount.

Fiscal Impact/Grant Information:

There is no fiscal impact.

List of Attachments:

Revised Board Rules (Clean and Redlined Versions)