





# STAFF REPORT

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**Meeting Type:** Finance & Administration Committee/Board of Directors  
**Title:** Review of Sections 5 and 6 of Board of Directors' Policy No. 1 – Marin Municipal Water District Board of Directors Handbook  
**From:** Molly MacLean, General Counsel   
**Through:** Paul Sellier for Ben Horenstein, General Manager   
**Meeting Date:** October 24, 2024

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**TYPE OF ACTION:**                      Action                      Information                      X Review and Refer

**RECOMMENDATION:** Receive a staff presentation to review Sections 5 – Compensation/Benefits and 6 – Other Related Information, of the Board of Directors Handbook (Handbook) and proposed updates to these sections; Review and refer the revised Handbook for consideration of approval to a future regularly scheduled Board meeting

**SUMMARY:** The Board Handbook was adopted on February 2, 2021 and subsequently revised on September 21, 2021 (see Attachment 1). The Handbook is a “living” document that is intended to be regularly updated to provide incumbent and newly elected members of the Board of Directors current information and specific authorities regarding the function of the Board of Directors and oversight of the District. During the August 22, 2024 Finance and Administration Committee meeting, staff provided a review of the Board Ethics Policy, Board Policy No. 50, and a review of Sections 1 and 2 of the current Board Handbook. On September 26, 2024, staff provided a review of Sections 3 and 4 of the Handbook. During each of those reviews staff addressed proposed revisions, including the incorporation of provisions from Board Policy No. 50 for streamlining purposes.

**DISCUSSION:** The Board Handbook was adopted on February 2, 2021. It is a guidance document for incumbent and newly elected members of the District Board of Directors as it contains general information and specific authorities regarding the function of the Board and oversight of the District, including processes for the election of Board officers and committee appointments, among other topics. The Handbook is intended to facilitate the handling of Board affairs, assist the Board in complying with legal requirements such as the open meetings laws (i.e., the Brown Act), and is complementary to applicable laws and other requirements. Following adoption of the Handbook, it was subsequently updated on September 21, 2021. Staff recommends regular review of the Handbook to promote familiarity and to ensure it reflects current legal authorities, District policies, Board directives and best practices.

During the May 23, 2024 Finance and Administration Committee (FAC) meeting, staff provided an initial broad overview of the current Board Handbook, discussed a proposed plan for updating the Handbook, and briefly previewed some areas for proposed edits, which included the incorporation of other Board policies where appropriate. At the August 22<sup>nd</sup> FAC meeting, legal staff reviewed Board Policy No. 50 – Board Ethics Policy with an eye to incorporation of the provisions of this policy into the Board Handbook to avoid redundancy and promote clarity and efficiency. Staff then walked through sections 1 and 2 of the Board Handbook reviewing proposed edits. At the September 26, 2024 FAC meeting, legal staff reviewed the Board Handbook sections 3 and 4 reviewing proposed edits, including incorporation of Board Policy No. 50 where appropriate.

Proposed changes to these first four sections are included in the attached redline for review and any questions, and ultimately will be incorporated into a comprehensive revised document. Staff will also address questions raised at the September 26, 2024 FAC meeting that required additional research.

The Handbook is comprised of six (6) sections all covering different topics. Staff has identified the proposed schedule below for presenting all sections of the Handbook to the Finance & Administration Committee meetings as follows.

<b>Finance &amp; Administration Meeting Date</b>	<b>Handbook Sections to be Presented</b>
August 22, 2024	Section 1 (Introduction and Purpose) Section 2 (Board Officers and Board Appointed Staff)
September 26, 2024	Section 3 (Board Meetings) Section 4 (Conferences, Training, Reporting Requirements)
October 24, 2024	Section 5 (Compensation/Benefits) Section 6 (Other Related Information) Wrap up (Questions and Next Steps)

Staff’s goal is to provide a review of Board Handbook provisions, identify areas for potential changes, including incorporation of Board Policy No. 50 where appropriate, and to address questions and receive input from members of the Board. Following the presentation and review of all Sections of the Handbook and proposed revisions, staff will ultimately bring back a complete revised Handbook for the Board’s consideration of approval at a regularly scheduled Board meeting.

**ENVIRONMENTAL REVIEW:** Not Applicable.

**FISCAL IMPACT:** None.

**ATTACHMENT(S):**

1. Board Policy No. 1 - Board of Directors Handbook (current version)
2. Board Policy No. 50 – Board Ethics Policy
3. Redline of Proposed Changes to sections 1 and 2
4. Redline of Proposed Changes to sections 3 and 4