SOUTHERN MARIN FIRE PROTECTION DISTRICT

BOARD OF DIRECTORS
POLICY AND PROCEDURES MANUAL

Revision Approved by Board on April 23, 2025

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About the District

The purpose of the Southern Marin Fire Protection District of Marin County ("Fire District", "Southern Marin Fire", or "SMFD") shall be, to the extent permitted by law, to combat fire and conflagration on public and private property, to take measures and pass ordinances designed to prevent fire and conflagration, to provide ambulance service, emergency medical service, paramedical service, technical rescue service, marine-based services and any other service which may be required by persons in time of emergency. To enable the District to fulfill this purpose, it shall be empowered, to the extent permitted by law, to establish and maintain an employee workforce, to own and operate equipment, to own real estate, to raise money by tax levy or otherwise and all other powers necessary. The Fire District is established in accordance with relevant statutory authorities under California law.

The Fire District includes geographical areas lying in unincorporated areas of Tamalpais Valley, Almonte, Homestead Valley, Alto, Strawberry, West Tiburon, and a portion of the Town of Tiburon west of Trestle Glen Boulevard. The District's jurisdiction and service area extends to overlay the incorporated territory of the City of Sausalito just as the jurisdiction and service areas of Marin Municipal Water District or Sausalito-Marin City Sanitary District already overlay the City. Additionally, the Fire District has a service contract for the Golden Gate National Recreation Area.

Southern Marin Fire is itself the product of previous consolidations of the Tamalpais and Alto-Richardson Bay Fire Protection Districts in proceedings conducted by LAFCO in 1999. Sometime prior to 1963, the Tamalpais FPD had previously annexed the Homestead Valley area and took over the service responsibilities of the Homestead Valley Fire Brigade.

In October of 2010, the District signed a contract with the National Park Service to provide fire, rescue and emergency medical services to the Marin Headlands and Fort Baker areas of the Golden Gate National Recreation Area (NPS) managed lands, immediately north of the Golden Gate Bridge in Southwestern Marin County.

The Fire District provides fire suppression and emergency medical services to the City of Sausalito, first under a joint exercise of powers agreement and then under a contract for services. On June 26, 2012, the Fire District annexed the City of Sausalito Fire. The annexation added 3,401 parcels and approximately 2.17 square miles or 1,389 acres to the District.

On June 30, 2023, the Fire District annexed City of Mill Valley Fire. The annexation added 5,734 parcels and approximately 4.8 square miles or 3072 acres to the District. It also resulted in the addition of 27 employees into the District.

As of preparation of writing (i.e., update to the Board Policy Manual in October 2024), the District employs approximately 92 full-time employees including a Fire Chief, 2 Deputy Chiefs, 1 Communications Coordinator, 4 Battalion Chiefs, a Fire Marshal, two and a half Fire Inspectors, 1 Vegetation Management Specialist, 1 Plan Reviewer, 15 captains, 20 firefighters/paramedics, 18

firefighters/engineers (17 of these two categories are firefighters/engineers/paramedics), a Finance Manager, an HR Manager and a Part-time Payroll Specialist.

The Mission of the Southern Marin Fire District is to contribute to Greater Southern Marin Community's reputation as a safe, friendly, economically thriving community in which to live, work, learn, play, and visit.

The District achieves the mission by providing the highest quality local and regional community risk reduction, suppression, emergency medical services, rescue, marine response, disaster preparedness and community education services possible within the resources provided to the District.

The District is professional, proud, compassionate, highly-trained, and committed to utilizing state of the art technology to provide services that meet or exceed the expectations of our community. The District holds the following values: Integrity, Trust, Advancement, Family, Dedication, Honesty, Health, Security, and Professionalism.

The District strives to be a nationally recognized, forward-leaning all-risk service provider that delivers excellence in all-hazards risk response, in maintaining strategic community partnerships, in hiring, training and retaining exceptional people, and in implementing efficiencies in service provision to ensure fiscal sustainability, stewardship, and accountability to the communities the District serves.

ARTICLE 1: THE FIRE DISTRICT

1.1 Fire District Governing Authority

The Southern Marin Fire Protection District (SMFD) was established July 1, 1999, by the Marin County Board of Supervisors.

Southern Marin Fire Protection District is a California Special District, a local government agency with taxation authority, established on July 1, 1999. The legal authority for the Southern Marin Fire District is derived from the Fire Protection District Law of 1987 and the Bergeson Fire District Law in the California Health & Safety Code. The District has only those powers which are expressed in, or necessarily implied from, the California Health and Safety Code, Sections 13860-13879.

The implementation of policies and programs adopted by the Board of Directors will be delegated clearly to the Fire Chief. The delegation of this responsibility to the Fire Chief requires that the Board develop very clear, specific, and measurable expectations of this position. These steps are necessary to ensure completion of tasks that may be reassigned to other staff once the Board's and Fire Chief's roles and responsibilities are clarified. It is the role of the Fire Chief to implement directives established by the Board. It is essential that the Board be rigorous in developing and evaluating the goals it prescribes to the Chief.

1.2 Adopting Governing by Policy

One of the major functions of the Board of Directors is to serve as the policy-making body of the Fire District and to govern the activities and shape the future of the Fire District. The Board of Directors agrees that the Fire Chief and the management staff are responsible for the day-to-day administration and operations of the District.

These assembled policies of the Fire District Board of Directors, known collectively as the Board Policy and Procedures Manual, shall be the reference instrument for conducting the business of the Fire District Board. Appendices to the Policy and Procedures Manual are not in themselves policies and may be changed as necessary to provide up to date information.

The purpose of the SMFD Board Policy and Procedures Manual is to set forth a series of policies and Board meeting procedural rules to govern the conduct and deliberations of the business conducted by the Board and to serve as a guide for the professional staff in carrying out the daily functions of the Fire District.

In addition, the Board Policies and Procedures Manual is intended to reflect the Board's commitment to order, consistency, responsiveness, and transparency in its actions and additionally, make clear and readily available all relevant information about District operations to the residents of the District.

A copy of the current Board of Directors Policy and Procedures Manual is posted on the District's website at www.smfd.org.

1.3 Fire District Board Policies

It is the intent of the Fire District Board to be governed by a set of policies. The policies shall be adopted by the Board and made available as public documents.

The policies of the District Board shall be drafted, adopted and amended with full consideration to provide fire and life safety protection at the highest level of quality for the citizens of the District.

If a Board policy is found to be in conflict with state or federal law or the rules of a higher authority, then the District will abide by such authority and not the Board policy. If the District learns that a policy is preempted by law, then it will bring such issue to the Board's attention so that Board can act to amend the policy to conform with the law.

If disagreement over the application, extent, or interpretation of a policy arises, the resolution of the conflict will be based on the majority opinion of the Board via formal Board action, with advice from legal counsel to the extent appropriate. If such an interpretation is deemed to have future significance, an amendment to the applicable policy shall specify clearly the intent of the Board in interpreting the policy.

Policy Adoption, Changes, Deletions, Additions, and Review

In deliberations leading to the establishment or amendment of a board policy, the Board's central concern will be for increased efficiency and effectiveness in carrying out the legally-mandated tasks and general policies in the interest of the public good.

The District recognizes that all board policies shall be subject to periodic review and potentially change through formal Board action. Such review shall take place as necessary at a regularly scheduled Fire District Board meeting or subcommittee meeting and shall appear as an agenda item.

To provide consistency, stability and integrity to the board policies, changes in policies, except in the case of emergency, shall be executed in a precise manner without undue haste and will satisfy any and all legal requisites, including but not limited to any obligation to meet-and-confer with the District's labor partners in advance of the Board formal adoption of any policy change. Policies must be updated at least once annually.

Policy adoptions, changes, additions to, deletions from, or repeal of the board policies shall be accomplished by a majority vote of the Board of Directors.

ARTICLE 2: FIRE DISTRICT BOARD OF DIRECTORS

2.1 Basis of Authority

The Board of Directors is the highest-ranking source of authority within the District. Individual directors, apart from their normal function as a part of the Board of Directors collectively, have no individual authority. As individuals, Directors may not commit the District to any policy, act,

expenditure, or give individual direction to the Fire Chief, District staff, or the legal counsel for the District.

Directors do not represent any fractional segment of the community, but are rather, a part of the body which represents and acts for the community as a whole and are elected at large.

The Board of Directors may act only at a legal meeting, which is defined as any gathering of a quorum of the Board properly noticed under the provisions of the Ralph M. Brown Act where District business is transacted or discussed. The Board can take action by motion, resolution, or ordinance. The Board can also make a commitment to take future action.

The primary functions of the Board of Directors are as follows:

1. The Board shall develop, evaluate and update policy for the District.
2. It is the responsibility of the Board to hire, fire and evaluate the Fire Chief as the Manager of the District, consistent with the terms of the Chief's employment agreement.
3. Overseeing the District finances is the responsibility of the Board. The preliminary budget is prepared by staff, then revised, as necessary, and approved to create the final budget. The Board monitors the budget, monitors the balance sheets for all accounts, develops long-range budget planning guidelines, and approves purchases and contracts based on District policy.
4. The Board of Directors has authority to establish or modify ordinances, resolutions and policies guiding the governance and operation of SMFD within its geographical boundaries and sphere of influence, including Joint Powers and Shared Services Agreements.
5. The Board of Directors is responsible for approving collective bargaining agreements (also referred to as memorandums of understanding) with the District's represented employee groups. The Board may elect to hire a contractual negotiator to conduct the actual negotiations, but the Board's fiduciary responsibility requires its approval of proposals made and accepted, of tentative agreements reached, and of the final memorandums of understanding between the District and its labor partners. The Fire Chief, Deputy Chiefs, and other staff members may assist the negotiating team as technical experts to address issues raised in the bargaining process relative to wage, hours, and other terms and conditions of employment within the scope of bargaining and other issues of technical expertise.
6. The Board is responsible for determining the wages and benefits of the unrepresented employees of the Southern Marin Fire Protection District. Staff will provide the necessary information to assist the Board in establishing competitive wages and benefits within the District's financial resources, policies, and practices. Traditionally, the Board delegates part of this responsibility to the Fire Chief.

2.2 Forms of Action

The Southern Marin Fire District Board takes action by the use of ***motions***, ***resolutions,*** *and* ***ordinances***. The District also has the authority to adopt rules and regulations, but it would normally do so by adopting either an ordinance or a resolution.

Motions, Resolutions, Ordinances, Polls of the Board and Proclamations are defined as follows:

Motions: Simple devices to place a matter before the Board for consideration. It is a procedural device rather than a written document, and action taken in such a manner will be reflected in the official minutes of the Board.

Resolutions: Express policy or opinion of the Board or to approve an action such as a contract or major expenditure of funds. A resolution should not be used for the adoption of law or policy that applies to the residents of the District. A resolution may be used for the adoption of internal regulations such as personnel rules, or to take actions that necessitate or, in the opinion of the Board or District, call for specific findings and explanations to be made along with such actions.

Ordinances: An ordinance is the mechanism by which legislative bodies of municipal public entities adopt laws subject to the statutory adoption processes. Ordinances are long-term, directly affect the public and subject to initiative and referendum laws and are used to adopt laws.

2.3 Quorums

The Board of Directors must have a quorum in order to take action. For SMFD, a quorum is established when four (4) board members are in attendance. A meeting of less than a quorum is not an official meeting, nor is it governed by public meeting laws unless such meeting is that of a standing committee or other non-advisory body otherwise independently subject to the Brown Act.

2.4 Director Attendance at Meetings

Regular meetings of the Southern Marin Fire District Board of Directors shall take place on the fourth Wednesday of each month at the District Administrative headquarters located at 28 Liberty Ship Way, Sausalito, California except for the November and December meetings which shall be scheduled one week earlier to accommodate Federal and State holidays. Board meetings begin at 6:00 PM with the optional closed session taking place either preceding or following the open session. If a Board meeting date shall fall on a legal holiday, then the regular meeting shall be moved to a date specified by the Board.

Members of the Board of Directors shall attend all regular and special meetings of the Board in-person. Directors may attend Board meetings remotely provided that their remote appearance qualifies with the requirements prescribed under the Ralph M. Brown Act. Directors may be absent from a Board meeting for good cause provided they provide at least 72-hours advance notice to the Fire Chief and Board President, to the extent feasible. Good cause is defined as illness of oneself or a family member for whom the Board member has caretaking responsibilities or personal or professional travel obligations that cannot reasonably be changed to accommodate the Director's in-person or remote attendance. A Director's absence will not be considered to be for good cause if they have already exceeded the number of permissible absences in a calendar year as prescribed by Government Code 1770.

2.5 Director Attendance at Board Committee Meetings

Members of the Board of Directors are assigned to Board committees and shall attend all Committee meetings unless there is good cause for their absence. A Board member may attend committee meetings via Videoconference /Teleconference when Videoconference / Teleconference arrangements have been

made with the Clerk of the Board or Fire Chief prior to the committee meeting and provided that a remote appearance is permissible under the Ralph M. Brown Act.

Board members NOT assigned to a particular standing committee may, as private citizens, attend those specific standing committee meetings. While in attendance at such standing committee meetings as members of the public, the Board member may attend only as an observer, and may not otherwise discuss, deliberate, or take any action or attend any closed sessions at such meeting. Non-assigned Board members may not attend ad hoc committee meetings to which they are not otherwise assigned.

2.6 Attendance at Regular Board and/or Special Board Meetings via Videoconference or Teleconference

The Board currently holds meetings in person. To the extent the Board wishes to change its practice of in-person meetings to videoconferencing or teleconferencing, this section shall apply. To the extent this section conflicts with subsequent changes to the Ralph M. Brown Act or other California or federal law involving videoconferencing or teleconferencing, the most current law shall control.

Effective January 1, 2023 until January 1, 2026, AB 2449 amends the Brown Act to provide an additional procedure for members of legislative bodies to attend public meetings remotely. Under the law, members of a legislative body may attend public meetings remotely without identifying their teleconference site on the agency's agenda or ensuring it is accessible to the public if the procedures below are followed.

As long as a quorum of the legislative body participates in person from a physical location open to the public, the remaining agency members can participate remotely in two (2) situations:

2.6.1 Just Cause for Videoconference or Teleconference

If there is "just cause". Just cause is defined as any one of the following:

a. Childcare or caregiving of a child, parent, grandparent, grandchild, sibling, spouse or domestic partner that requires a member to participate remotely;
b. a contagious illness that prevents a member from attending in person;
c. a need related to a physical or mental disability; or
d. travel while on business of the legislative body or another state or local agency.

In order to participate remotely under the just cause provisions, the member must:

- Notify the legislative body at the earliest possible opportunity, including at the start of a meeting, of their need to participate remotely and
- provide a general description of the circumstances related to one of the four items above.

A member may only participate remotely under the just cause provisions up to two (2) meetings per calendar year.

2.6.2 Emergency Circumstances for Videoconference or Teleconference

If there are "Emergency Circumstances". Emergency Circumstances means a physical or family medical emergency that prevents a member from attending in person.

a. In order to participate remotely under the emergency circumstances provisions, the member must request that the legislative body allow them to participate in the meeting remotely because of emergency circumstances and the legislative body must take action to approve the request.
a. A member must make a request to participate remotely under the emergency circumstances provision as soon as possible. The legislative body may take action on this request at the earliest opportunity. If the request does not allow sufficient time to place it on the agenda for the meeting for which the request is made, the legislative body may take action on the request at the beginning of the meeting by majority vote.

The legislative body must request a general description of the circumstances relating to the member's need to appear remotely. The description does not have to be more than 20 words and the member does not have to disclose any personal medical information.

2.7 Board Requests of Staff

Individual Directors may request clarification or ask questions of staff (i.e., an "inquiry") but should do so through the Fire Chief. Inquiries should be submitted in writing, copying the Fire Chief. Here, "inquiry" is defined as a specific question from a member of the Board to a member of SMFD staff which can be answered by furnishing information available from, or by providing, existing SMFD records to the extent permitted by law, and which does not require a staff member to discuss or express an opinion concerning any existing or proposed policy of the Board, individual Board members, or the Fire Chief. An inquiry is not an order to staff. If the inquiry involves a matter with which the Fire Chief has a conflict of interest, the inquiry should be submitted through a Deputy Chief.

An order is defined as a command, direction, or instruction to do something or not do something by a Board member, with or without an expectation that the individual receiving the order will comply. Neither the Board collectively nor any individual Board member may issue an order or directive to staff. Any orders or directives intended to prompt action by staff must be made by the majority of the Board and to the Fire Chief directly. The Fire Chief will then implement that order or direction to staff as appropriate and at the Chief's discretion.

If staff receive an inquiry or an order, they should notify the Fire Chief if the Board member has not already done so.

All significant requests of staff will be made at Board meetings so that all Directors may have an opportunity to comment and revise the request. If a Director's inquiry would require more than two hours for District Staff to resolve, then the Fire Chief will place the item on the next Board Agenda so that the full Board can determine whether or not to direct the Fire Chief to formally act upon the request.

ARTICLE 3: MEMBERSHIP ON THE FIRE DISTRICT BOARD

The Board of Directors consists of seven (7) members serving four-year, staggered terms, who are elected at large. By State law, a resident of the District who is a registered voter over 18 years of age shall be eligible to serve as a Board member. The election of the Board members shall be conducted as provided by California Law.

Eligibility

Members of the Board of Directors must be U.S. citizens of voting age and live within the District boundaries for the duration of their term.

Board members must maintain their eligibility throughout their term of office. For example, when residency is an eligibility requirement, a Board member who moves out of the District during the term of office will lose his or her position.

Oath of Office

Newly elected or appointed Board Directors may not assume their role until they take their Oath of Office administered by the Fire Chief or Board President. Directors should make all reasonable efforts to take their Oaths in a timely manner. Oaths may be taken as schedules allow or at a Board meeting. If the oath is taken outside of a meeting, the Fire Chief shall report as such at the next regular Board meeting. A copy of the Oath of Office document is kept on file at the District office and a copy is sent to the Marin County Elections Department. The newly elected or appointed Director may retain the original Oath of Office document.

Term of Office

SMFD Board Directors are elected to four (4) year terms. The positions are staggered, so every two years at least two positions are up for election. Individuals who are elected to the Board of Directors shall take office at the first meeting of the Board of Directors following the publication of certified election results from the Marin County Registrar of Voters. Individuals who are appointed take office when they take the Oath of Office.

Removal

Individuals serving on the Board of Directors may not be forced to resign. A Board Director can only be removed from their position via recall or conviction by a County grand jury of a felony or an offense involving violation of office, as per Government Code Section 1770.

Resignation

Individuals serving on the Board of Directors may resign their position for any reason by submitting their decision in writing (email or hard copy) to the Clerk of the Board or Fire Chief, who will inform the remaining Directors of the resignation by the next business day.

3.1 Board Orientation

Board Candidate Orientation

The Clerk of the Board is responsible for being the District liaison to candidates who have filed for the Board in an election year.

New Board Member Orientation

The Fire Chief and District administrative staff shall be responsible for the appropriate orientation and training of new Board members. New Board members shall attend an orientation session within the first six months of the member's first year of membership.

The orientation session for new Board members shall cover information about the District, acquaint new Board members with District facilities, equipment, and personnel, and provide an overview of:

- Board Policy and Procedures Manual
- District territory and boundaries
- District Vision
- District Values
- Labor and other major contracts
- Strategic Plan
- District Finances
- Current Board Resolutions and Ordinances
- Any other important issues

After taking office, the new Board Member will be provided with additional orientation and issued certain items such as an official District photo ID, and District clothing as outlined in section 3.4 Board Director Apparel and Equipment.

3.2 Board Director Apparel and Equipment

The Clerk of the Board shall be the contact person for Directors in organizing and distributing apparel and equipment. The District shall provide to Board members an official SMFD badge and leather wallet, plastic laminated photo identification card, full-color name badge that shall have the Directors name, title of "Director" and SMFD logo and District business cards with District contact info.

Directors shall only display the above identification items while conducting official District business.

Directors shall be issued District jackets with SMFD logo and title of "Director." Board members may purchase uniform shirts and jackets for non-sworn, non-safety personnel. All items must be labeled with the title "Director" or the nametag must be worn. Board members shall not be issued or wear safety equipment unless required or requested to do so by the Chief.

If requested in writing, the District shall provide a District-owned tablet, or similar device, for conducting Fire District business, with cellular/internet connectivity.

Upon their completion of service on the SMFD Board of Directors, the official District Badge and walled, photo I.D., name tag, tablet or similar device, and District issued jacket shall be returned to SMFD.

Note: Certain items, not including the tablets or similar device, may be returned to the retiring Director with the written approval of the Fire Chief.

The care of District-issued equipment and apparel is the responsibility of the Board member. If District-issued apparel or equipment is lost, stolen or damaged, the Board member shall be responsible for repair or replacement expenses. If any District-issued apparel or equipment is lost, stolen or damaged, the Board member shall file a written notice detailing the events of loss or damage with the Clerk to the Board, and discuss replacement options with the Fire Chief**.**

3.3 Training, Education and Conferences

Members of the Board of Directors are encouraged, but not obligated, to attend educational conferences and professional meetings that further their understanding of District business and/or their role as Board Director. Board members may also attend or observe certain District training classes as approved by the Fire Chief. Board members can access the internal training calendar on the SMFD Intranet Portal. Attendance at trainings, seminars, workshops, courses, professional organization meetings, and conferences will be paid for by the District. Board Directors will also be registered in the District's internal training system (Target Solutions) which will track required training and provide Directors with notifications when mandated training is required, and links that allow access to the training materials. Board Directors shall complete all required and mandatory training in a timely manner.

Board members shall take advantage of government rates offered by a business to all legislative bodies or offered to the District because of the District's membership in a particular organization, utilize the hotel(s) recommended by the event sponsor in order to obtain discounted rates, and secure reservations in advance to obtain discounted air fares and hotel rates. Directors shall travel together whenever feasible and economically beneficial and are encouraged to minimize expenses by using on-line courses when possible.

There is no limit to the number of SMFD Directors attending the same conference or seminar. If four (4) or more Board members attend a particular conference or seminar, they are prohibited from discussing SMFD business amongst each other so as not to violate the Brown Act.

<u>External Training</u>

It is the policy of the District to encourage Board development and excellence of performance by reimbursing expenses incurred for tuition, travel, lodging and meals as a result of training, educational courses, participation with professional organizations, and attendance at local, state and national conferences associated with the interests of the District. Notification shall be provided to the Board of Directors for meetings, travel, and conferences outside of the District.

Prior approval for expenses for external training is necessary. The Clerk of the Board shall make arrangements for Directors for conference, pay registration and lodging expenses and process reimbursement requests at Fire District mandated per diem allowance amounts. Per Diem, when appropriate, shall include reimbursement of expenses for meals, lodging and travel. Directors shall submit reimbursement requests in writing to the Clerk of the Board and include validated receipts with the request.

A Director shall not attend a conference or training event for which there is an expense to the District if it occurs after they have announced their pending resignation, or if it occurs after an election in which it has been determined that they will not retain their seat on the Board.

Upon returning from seminars, workshops, conferences, etc., where expenses are reimbursed by the District, Directors will either prepare a written report for distribution to the Board or make a verbal report during the next regular meeting of the Board. Said report shall detail what was learned at the sessions that will be of benefit to the District. Materials from the sessions may be delivered to the District office to be included in the District library for the future use of other Directors and staff.

Internal District Training

Board members are encouraged to observe fire ground and disaster training events, to foster a better understanding of the knowledge, skills and abilities required of Command Staff and Line personnel in performing their duties. Requests for attendance shall be submitted to the Fire Chief in advance of the training for approval.

3.4 Board Director Compensation and Reimbursement

Board members shall receive a meeting per diem at the rate of $200.00 per meeting for all District Board Meetings, District Personnel Committee Meetings, Finance Committee Meetings, Emergency & Disaster Preparedness Committee Meetings, Building Committee Meetings, Shared Services Meetings, subcommittee or ad hoc meetings (if the subcommittee or ad hoc committee was established after date of adoption of the Ordinance Increasing Board Member Compensation), the following meetings wherein the paid member is the principal liaison or alternative to the principal if the principal is absent: Marin Emergency Radio Authority, Marin Wildlife Protection Authority, Southern Marin Emergency Medical Paramedic System, District and City of Mill Valley Joint Shared Services Committee, and services rendered as a member of the Board by request of the Board, and when in response to subpoenas or legal actions to a maximum of $200.00 per meeting. Board Members can be compensated for a maximum of six meetings per calendar month. If another entity pays the Board member for attendance or participation in a meeting or activity, the District shall not compensate the member for the same. A Director may decline compensation for Board meeting attendance, either by waiving compensation for all meetings in a calendar year or submitting a written request identifying specific meetings for which to waive compensation to the Board Clerk. No Board action is required for an individual Director to elect to waive compensation.

The Board shall reimburse Board members for reasonable expenses actually incurred while on Fire District business. Such reimbursement shall extend only to the bona fide expenses of District Board members and shall not include recompense for a spouse's or companion's costs. Each Board member shall present a statement for reimbursement in writing to the Clerk of the Board, supported by appropriate documentation, before reimbursement is made.

Director compensation can be modified by vote of the Board per Health and Safety Code Section 13857.

3.5 Board Vacancies

Pursuant to California State Law (Government Code 1770), a vacancy on the Board shall occur if any member ceases to discharge the duty of his/her office for the period of three (3) consecutive months, except as authorized by the Board of Directors or any of the following:

1. The death of the incumbent.
2. An adjudication pursuant to a quo warrantor proceeding declaring that the incumbent is physically or mentally incapacitated due to disease, illness, or accident that the incumbent would not be able to perform the duties of his or her office.
3. Resignation.
4. Removal from office.
5. Place of residence is outside the District.
6. A conviction of a felony or any offense involving a violation of his/her official duties.
7. Refusal or neglect to file his or her required oath or bond within the time prescribed.
8. The decision of a competent tribunal declaring voids his/her election or appointment.
9. His or her commitment to a hospital or sanitarium by a court of competent jurisdiction as a drug addict, dipsomaniac, inebriate, or stimulant addict; but in that event, the office shall not be deemed vacant until the order of commitment has become final.

Once a vacancy on the Board of Directors is determined, the District must notify the Marin County Elections Office of the vacancy within 15 days of either being notified of the vacancy or the effective date of the vacancy, whichever date comes later.

Filling vacancies in the office of Director shall be in accordance with California Law. Board vacancies may be filled by appointment by the current Board, appointment by the Marin County Board of Supervisors, or by calling for an election.

Appointments

The Board of Directors may make an appointment to the SMFD Board two ways:

1. Interview, deliberate and make an appointment during Open Session at a Board meeting or
2. Form an ad hoc Committee of less than four (4) Directors to review application materials, interview and make a recommendation for appointment to the Board at a Board meeting. The Board of Directors will consider the appointment recommendation during Open Session at that Board meeting and decide whether to appoint or not.

When a vacancy occurs on the Board of Directors, the best practice to fill the vacancy is for the Board of Directors to appoint a qualified candidate using the following procedure:

- Place an announcement in the local newspaper and electronically on the Internet. Include a call for candidates, application process, and deadline for applying. The announcement must be published at least 15 days prior to the appointment.
- Properly notice the Board candidate interview on the Board meeting agenda as an action item and include all of the application material submitted by the Board candidates in the Board meeting packet.

- Board applicants are not required to be in attendance at the Board meeting where the Board will consider the applicants for the vacancy. Applicants are encouraged to attend so that they may answer questions or make a statement about their qualifications. Absent differing direction from the Board, interviews shall be conducted in accordance with the procedures set forth in Section 3.7.
- The Board will review the application materials, deliberate, and vote on the appointment in Open Session. It is acceptable for the Board to ask applicants to leave the room while they deliberate and vote on the Board appointment. Applicants are not required to leave the meeting.
- The Clerk of the Board shall notify the Marin County Elections Official within fifteen (15) days of appointment.

If the vacancy occurs in the first half of a term of office and at least 130 days from the next general election, then the appointee will hold office until the person elected at the next general district election is qualified. The elected individual will then hold office for the remainder of the term. If the vacancy occurs in the first half of a term, but less than 130 days prior to the next general district election or in the second half of a term, the appointee shall serve for the remainder of the term of office.

If the Board chooses to hold an election, rather than appoint, they must call the election within 60 days of either being notified of the vacancy or the effective date of the vacancy, whichever date comes later. The election shall be held on the next established election date as long as it is at least 130 days after the call of the election. If the Board chooses to call an special election not at the same time as the next general election, the District shall bear the cost of the election.

If the Board chooses not to call an election nor make an appointment within 60 days to fill the vacancy, the Marin County Board of Supervisors may fill the vacancy with an appointment or call for an election within 90 days of the vacancy. If the Marin County Board of Supervisors calls for an election, it is to be held on the next established election date that is at least 130 days from when the election is called.

If the vacancy creates a situation where the District Board no longer has a quorum due to a lack of directors, then the Clerk of the Board must request that either the Marin County Board of Supervisors appoints a new Director or calls an election to fill enough seats to reach a quorum.

3.6 Board Elections

When a District election is to be held for the purpose of electing members to the District Board, the Marin County Elections Filing Officer shall cause the following information to be published in accordance with California Law:

- The date of the election.
- The Board positions to be voted upon.
- The latest date candidates may file for office.
- That the Marin County Registrar of Voters is the elections officer and has total responsibility for the administration of District elections.

3.7 Board Vacancy Interview Procedures

1. Request candidates to remain in the conference room until invited in for their individual interview. (They are not required to).

2. When a candidate completes his/her interview, they may remain in the main Board Room.

3. Each candidate will sit at the Staff Table for their interview.

4. Each interview will be 15 minutes in length. The Board Clerk will watch the time.

5. The Board President will ask the questions. If the Board President is not present, the Vice-President shall ask the questions. If neither the President nor the Vice-President are present, the Secretary shall ask the questions. After the candidate answers, the other Board members may follow up with clarifying questions. If an Ad Hoc committee is the interviewing party, the Ad Hoc Committee leader will ask the questions.

6. The Board will deliberate on the applications and interviews in Open Session. If an Ad Hoc Committee interviewed candidates, the Board will deliberate on the Ad Hoc Committee's recommendation in Open Session.

7. The Board President will ask for a motion to nominate a candidate. If the Board President is not present, the Vice-President shall ask for the motion. If neither the President nor the Vice-President are present, the Secretary shall ask for the motion. If the motion is offered and seconded, a vote will be taken.

8. If the motion fails, a new nomination will be solicited. This process will continue until a new candidate is selected or more interviews must be solicited.

9. The Fire Chief or Board President will administer the Oath at the following Board Meeting, and the candidate will be seated.

10. Staff will reach out to the new Director to schedule an Orientation.

ARTICLE 4: OFFICERS AND COMMITTEES OF THE DISTRICT BOARD

4.1 Board Officers

The Southern Marin Fire Board of Directors has three Board officers: President, Vice President and Secretary. It is the policy of the Board to elect Board officers by majority vote annually at the regular Board meeting in December.

The term for the President, Vice President and Secretary begins on January 1st and ends on December 31st of the same year. Board Officers are elected to one-year terms and no officer shall serve more than two consecutive terms in any one position. Each Director is strongly encouraged to serve in at least one

officer role within their four-year period. Term limits in each role ensure all directors have the opportunity to grow and both receive and give mentorship.

The Vice President shall become President upon the President's death, incapacitation, resignation, or removal from the Fire Board. In the case that the Vice President succeeds to the Presidency, the Secretary shall become the Vice President and a new Secretary will be elected by majority vote at the next regular Board meeting.

In extraordinary situations, the Board may extend the limit on consecutive terms for an officer from two years to three years by a "supermajority" vote of the Board. Greater than 71 percent of the current Board members must approve such an extension.

The Board President shall appoint new members to the various Board committees at the regular Board meeting in January, or, if a member has been appointed outside of the usual election cycle, at the next regular Board meeting post-appointment.

4.2 Board Officer Duties

The President, as the presiding officer of the Board, shall chair the Board meetings, sign documents on behalf of the Board and District, and shall have the same rights and responsibilities as other Directors to participate in and vote at Board meetings. The President-elect, with the approval of the Board, shall designate, no later than the January regular Board meeting, Directors who will serve on the various committees, Boards, and liaison positions for the upcoming year. The President may, at any time, change committees, boards, and liaison positions with the approval of the Board.

The Vice President shall serve as acting president in the absence or temporary disability of the President. The Vice President shall become president upon the death, resignation, or removal of the President.

The Secretary shall serve as the Vice President in the absence or temporary disability of the Vice President. The Secretary shall become the Vice President upon the death, resignation, or removal of the Vice President.

4.3 Board Standing Committees and Liaisons

The Board President or designee shall outline the duties and responsibilities of a Board member on a Committee at the time of appointment. Two Board members shall serve on all standing and ad hoc committees. One member shall serve on an Advisory Committee. Ad hoc committees shall be considered dissolved upon submission of the final report, or when their service is no longer necessary, unless their standing is continued by a vote of the majority of the Board Members. All committees (Board, Advisory, Ad-Hoc, Standing) shall also have a single alternate appointed. Appointments shall be made by Resolution. Standing Committees are subject to the Brown Act per California law.

<u>Standing Committees:</u>

1. Finance Committee. This committee receives reports on the District's budget, reconciliation, and other financial matters, and advises the full Board on financial matters.

2. Personnel Committee. This committee receives reports and advises the full Board on District personnel matters, including hiring, worker's compensation, and employee safety.
3. Emergency & Disaster Preparedness Committee (includes the former Communications & Public Outreach Committee). This Committee reviews reports on emergency communication plans, disaster preparation, and coordination information, and advises the Board on related emergency and disaster preparation matters.
4. Board Policy Review Committee. This Committee reviews the Board Policy Manual and proposes revisions to the full Board as necessary.

Advisory Committees

1. Southern Marin Emergency Medical Paramedic System (SMEMPS). A District Board member participates on the Board of this Joint Powers Authority for EMS delivery.
2. Marin Emergency Radio Agency (MERA). A District Board member participates on the Board of this Joint Powers Authority which provides and operates a public safety radio system to facilitate emergency communications.
3. Marin Wildfire Joint Powers Authority (MWPA). A District Board member participates on the Board of this Joint Powers Authority which supports development of fire-adapted communities.

Ad Hoc Committees:

1. Building Committee. This Committee receives reports on District construction projects and advises the full Board on the same.
2. Shared Services. This Committee receives reports on employees, services, and resources shared with other entities and advises the full Board on the same.

4.4 Citizen Oversight Committee

4.4.1 Membership: The committee shall consist of five persons, each selected by the Southern Marin Fire District Board of Directors.

- Committee members shall be citizens living within the Southern Marin Fire District coverage area.
- The committee shall be known as the ***Measure U Citizen Oversight Committee, (COC)***.
- The Citizens Oversight Committee shall select one of their five members of the ***Measure U Citizen Oversight Committee*** to serve as the chair of the committee.

4.4.2 Term: Each Citizen Oversight Committee member shall serve a four-year term and may be appointed for subsequent terms. (The initial terms are detailed in the COC By Laws as two positions will require staggering). Terms shall begin on July 1 and end on June 30.

4.4.3 Selection: Each citizen oversight committee vacancy shall result in Board direction given to staff to initiate the application and interview process.

- Staff and Board Directors shall solicit interest from the community, resulting in potential applicants submitting an application packet.
- The Board of Directors will review all applications and determine which candidates will proceed to a Board interview.
- The Board will conduct an interview of those semi-finalists.
- The Board shall select a candidate(s) that will then proceed to a "live-scan" investigation.
- The Board will be notified of background results.
- The Board will appoint candidates until all five positions are filled.
- The District shall publish committee member information on the District website.

4.4.4 Scope of Committee's responsibility and authority: The committee serves the Board of Directors. The mission of the Measure U Citizen Oversight Committee is to review and report on revenues collected and expenditures of those funds related to Measure U taxes as enacted by Ordinance No. 2018/2019-01, see Appendix A, ensuring that funds are spent as legally described. If conflict exists between this Manual and the Bylaws of the Measure U Committee, the Bylaws control for the purposes of Measure U Committee procedures.

- The Measure U Citizen Oversight Committee shall meet as needed at least once per year to review financial statements. The committee will annually review the auditor's report on revenue collected and expended that is related to the enacted Measure U / Ordinance 2018/2019-1.
- Reporting / audit requirements are detailed in the enacted ordinance.
- The Measure U Citizen Oversight Committee shall submit a report of their assessment to the Board of Directors. This shall be reported at a Finance Committee Meeting then to the subsequent Board Meeting.
- The Measure U Citizen Oversight Committee's report, in addition to the audit, shall be posted to the District's website.
- The Measure U Citizen Oversight Committee does not have review or reporting authority of the District's revenues and expenditures not related to Measure U.

4.4.5 Dismissal of Committee Members: Oversight Committee members may be dismissed by a 2/3^{rds} vote of the Southern Marin Fire District Board of Directors, for cause. Cause includes the following reasons:

- Conviction of a felony
- Dereliction of duty
- Malfeasance in office
    - Provided, however, that such a removal shall not be effective unless and until the evidence has been reviewed and a determination made by the Board of Directors. Furthermore, the Board shall meet within sixty (60) days of the date

of filing of any charges made upon any oversight committee member to deliberate the issue, declare their findings, and take necessary action.

4.4.6 Vacancies and Resignations: In the event of a vacancy occurring in the oversight committee, the Board of Directors shall immediately implement a replacement process as outlined in this section.

ARTICLE 5: POWERS AND DUTIES OF THE FIRE DISTRICT BOARD

It is the policy of the Fire District Board to exercise those powers granted to it by California and federal law and to carry out those duties assigned to it as may best meet the fire and safety needs of the District.

5.1 Duties of Fire Board

Important activities of the Fire Board are the formulation of policies and rules regarding Fire District programs and services. In carrying out its legislative and policy-making responsibility, the Board shall delegate the administrative, personnel and executive functions to the Fire Chief and the Chief's delegees.

5.2 Ethics

The Board of Directors of the Southern Marin Fire Protection District is committed to providing excellence in legislative leadership that will result in the highest quality of services to its constituents. AB 1234, Ethics Training for Local Officials, passed by the California Legislature on October 7, 2005, requires that all local agencies that provide compensation, salary, or stipend to, or reimburses the expenses of, members of a legislative body must provide ethics training to local agency officials every two years. There are numerous training options available, including an on-line program that will allow local officials to satisfy the requirement of AB 1234 on a cost-free basis. Board members will complete the required AB 1234 training within the first six months of the first year of their term, and in a timely manner thereafter for any refresher trainings. Directors are also required to take anti-harassment training every two years, as required by SB1343-AB1825, anti-harassment training for Local Officials. Board members will complete the required anti-harassment training in a timely manner.

5.3 Board Members Meeting Participation

The basic manner in which Board members fulfill their office must be at a regular, special, committee or workshop meeting, and will be a matter of public record. The method of participation is discussion, deliberation, debate and voting. All members, including the President, are expected to participate fully in deliberation and voting.

5.4 Board Members Decorum

It is understood that Board Members will not always agree. Board members have the right to maintain and express differing viewpoints, styles, opinions, and values. Nonetheless, Board members should aspire to respect the dignity of their office and to observe common standards of decorum to the extent possible. In order to assist in the governing of the behavior between and among members of the Board of Directors, the following rules shall be observed:

- The dignity, style, values, and opinions of each Director shall be respected.

- Responsiveness, respectfulness, and attentive listening in communication is encouraged.
- The needs of the District's constituents should be the priority of the Board of Directors.
- Differing viewpoints are healthy in the decision-making process. Individuals have the right to disagree with ideas and opinions, but without being disagreeable.
- Once the Board of Directors takes action, Directors should commit to supporting said action and not to create barriers to the implementation of said action.

5.5 Board Members' Duties, Conduct, and Responsibilities

Duties

Board Members, individually and collectively, act as representatives of the citizens of the Fire District in maintaining and promoting fire and life-saving needs of the District. The primary responsibility of the Board of Directors is the formulation and evaluation of District policy. The Board of Directors set the official policy of the District. District policies are to be mindful of the legal and constitutional rights of citizens and are set with care, in full accordance with the law.

The Board of Directors has the ultimate responsibility to ensure the lawful and efficient operation of the District. The daily business and routine matters concerning the operational aspects of the District are delegated to the Fire Chief and District management staff. The Board is also the supervisory body for the Fire Chief.

The Board of Directors has a number of responsibilities including but not limited to:

A. The Board of Directors shall carry out its responsibilities and the will of the people of the District in keeping with State and Federal constitutions, statutes, regulations, and rules, interpretations of the courts, and all the powers and responsibilities they provide;
B. It is the responsibility of the Board to ratify the annual budget and expenditures and to participate in and/or ratify salaries, wages and benefits of District employees;
C. The Board is entitled to enter into contracts on behalf of the District within the scope of its authority and in the line of duty;
D. Board members shall be familiar with the Ralph M. Brown Act regarding open meetings, required notice and the requirements for entering into closed session. They shall also be familiar with Robert's Rules of Order, Parliamentary Procedure Review, see Appendix B: The Ralph M. Brown Act (as of April 2025), and Appendix C: Robert's Rules of Order, Parliamentary Procedure for more details;
E. The Board shall carry out its duty to comply with all applicable ethics requirements (see section 5.2);
F. Board members shall abstain from voting on any issue in which the member has a personal or business interest, or on those issues that could affect their tenure or benefits, in conformity with California law, including but not limited to the Political Reform Act of 1974 Government Code sections 8100-91014, Government Code section 1090, and the Levine Act Government Code section 84308;

G. Board members are required to file Fair Political Practices Commission Form 700, Statement of Economic Interests in conformity with California law, upon assuming or leaving office and annually with the Clerk of the Board;

H. Board members are required to take ethics training every two years to comply with legally mandated training requirements (i.e. AB 1234, Ethics Training for Local Officials);

I. Board members are required to take anti-harassment training every two years to comply with legally mandated training requirements (i.e. SB1343-AB1825, anti-harassment training for Local Officials);

J. Directors shall develop a good working relationship with the Fire Chief so that current issues, concerns and District projects can be discussed comfortably and openly;

K. The Board is responsible for monitoring the District's progress in attaining its goals and objectives under the District's strategic plan;

L. Board members are encouraged to participate in organizations such as the Fire District Association of California and others with similar benefits to the District. Membership fees shall be paid by the Fire District. Reasonable expenses incurred in attending meetings, seminars, and training sessions shall be paid by the Fire District;

M. Directors are strongly encouraged to be prepared to discuss agenda items at meetings of the Board of Directors, including by reviewing all agenda packet materials in advance of Board meetings; and

N. The Board approves the job description for the Fire Chief. The Board will negotiate and enter into a contract with the Fire Chief which specifies the terms and conditions of employment. The Board shall establish a process for evaluating the Fire Chief. The evaluation process is reviewed at the regular Board meeting for any necessary modifications prior to beginning the review process.

Conduct

The Fire District Board Members shall observe the following code of conduct designed to guide their actions in carrying out their responsibilities. A Fire District Board Member should strive to:

- Understand that their basic function is "policy" and not "administration".
- Refuse to make individual commitments on any matter which should come before the Board as a whole.
- Recognize that they have no legal status to act for the Board outside of official meetings.
- Respect the rights of Fire District constituents to be heard at official meetings within established parameters and guidelines for public testimony.
- Make decisions only after available facts bearing on a question have been presented and discussed.
- Accept the principle of "majority rule" in Board decisions.
- Recognize that the Fire Chief should have full administrative authority for properly discharging duties within the limits of established Board policies.
- Recognize that the Fire Chief or the Chief's designee is the technical advisor to the Board.

- Present personal criticisms, complaints, or problems regarding Fire District operation directly to the Fire Chief and discuss them at a regular meeting only after failure of an administrative solution.
- Declare conflicts of interest into the public record.
- Conduct all Fire District business in an ethical manner.
- Refuse to use their position on the Fire Board in any way, whatsoever, for personal gain.
- If observing Fire District personnel while they are engaged in emergency or disaster operations, a Director shall not distract or engage personnel in any way. Directors shall position themselves so as not to interfere with emergency operations or become a distraction to Command or staff.
- If assigned to the Emergency Operations Center (EOC) during an emergency or disaster operation, a Board member not assigned to specific duty shall observe the chain of command under the direction of the Fire Chief or his authorized designee Incident Command System (ICS).
- Give staff and contemporaries the respect and consideration due to skilled professional personnel.
- Public officials, who are non-partisan, may not promote or oppose election petitions, candidates, or ballot measures. Additionally, no elected official may require employees to do so.
- Directors shall conduct themselves with courtesy to each other, to staff, and to members of the audience present at Board meetings.
- The District has policy and procedures governing harassment, discrimination, and retaliation in the workplace. It is the policy of the District to establish and maintain a work environment free of all forms of harassment, discrimination, and retaliation. Such behaviors are unacceptable and will not be condoned or tolerated on the part of any employee or Board member. All Directors must be familiar with and in compliance with the District's Policy prohibiting such behaviors. Review District **Policy 1013 - Discriminatory Harassment** (Appendix D) and **Policy 1014 - Conduct and Behavior** (Appendix E) for more harassment, discrimination, and retaliation information.

<u>Responsibilities</u>

- Directors are responsible for monitoring the progress in attaining District goals and objectives while pursuing its mission.
- Directors shall practice the following procedures:
- In seeking clarification on informational items, Directors may directly approach the Fire Chief or appropriate staff after notifying the Fire Chief, to obtain information needed to supplement, upgrade, or enhance their knowledge to improve legislative decision-making.
- In handling complaints from residents and property owners of the District, said complaints shall be referred directly to the Fire Chief.
- In handling items related to safety, concerns for safety, or hazards Directors shall follow the Chain of Command and report such items to the following:

1. Fire Chief or
2. Deputy Fire Chief(s) or
3. Division Chief if directly related to fire prevention division responsibility and activity or
4. Battalion Fire Chief or
5. Duty Captain

Utilizing the Chain of Command is dependent upon Operational staff availability. If unavailable, emergency situations shall be dealt with immediately by seeking appropriate assistance.

- In seeking clarification for policy-related concerns, especially those involving personnel, legal action, land acquisition and development, finance, and programming, said concerns shall be referred directly to the Fire Chief or the ranking officer available.
- The work of the District is a team effort. All individuals shall work together in the collaborative process, assisting each other in conducting the affairs of the District.
- When responding to constituent requests and concerns, Directors shall be courteous, responding to individuals in a positive manner, and routing their questions through appropriate channels and to responsible management personnel.
- Directors function as a part of the whole. As such, issues shall be brought to the attention of the Board as a whole, rather than to individual members selectively.
- Directors shall serve on standing and ad hoc committees as established. Board committees are two (2) member committees established for the purpose of making recommendations to the full Board on modifications to current policies and related Fire District business.
- Directors may serve on an Advisory Committee as established. One Director will be appointed to the Advisory role, and an alternate will also be selected.

5.6 Board Member Discipline

The Board reserves the right to censure, criticize, disapprove, or condemn actions taken by individual Board members if their actions exceed the grounds of authority conferred upon Board members by the law or, if by their actions, they fail to fulfill their fiduciary duty to the District. The Board reserves the right to revoke Board Member privileges such as stipends, travel reimbursements, training reimbursements, and committee or liaison appointments, refer violations of law or policy to appropriate authorities for investigation, seek judicial relief, and other such remedies as appropriate.

The right to censure a fellow elected official is established by case law. Censure is a disciplinary matter and, as such, the person who is proposed for censure has a right to due process (i.e. hearing on the charges). Prior to censure, the District shall provide written notice to the Board Member proposed to be censured. The Notice shall inform the Board Member of the basis for the proposed censure. At the Board meeting at which the proposed censure is agendized and considered, the Board Member who is subject to censure shall be provided an opportunity to address the proposed censure.

The Board may also pass resolutions criticizing, disapproving, or condemning a Board member for his/her conduct that do not require a process hearing beforehand.

5.7 Board Communication with District Staff and with the Public

The Fire Chief, or his designee, is the spokesperson for the District when dealing with the media. In the course of normal events, Board members should refer inquiries to the Fire Chief. The Fire Chief and the Board should strive to be in agreement regarding the public posture of the District. Where possible it is desirable for the Board to have a unified position (e.g. "Board position") that may be communicated to the public through the media. If it is necessary for the Board to make a separate statement to the media, that responsibility should rest with the Board President or the President's designee.

Communications Between Individual Directors and Staff

- All significant requests of staff will be made at Board meetings, so that all Directors may have an opportunity to comment and consider the request.
- Direction from the Board to staff will occur only through the Fire Chief. The Board must vote on giving direction to the Fire Chief.
- Directors may use email to request clarification or ask questions of staff, but should NOT copy the entire Board on these requests. The Fire Chief should be copied.

General Communications

The following defines roles and responsibilities for focused communications:

1. Non-Critical Information
   - The Fire Chief or the Chief's designee will utilize the District email system and the monthly Board meetings to disseminate regular or scheduled information consistently to the Board of Directors.
   - If a Director's request requires a significant investment of time, the Fire Chief will place the item on the next agenda.
   - Any Director may request that a majority of the board support adding an item to a future agenda. The Fire Chief will not be required to write a staff report for items that have not been reviewed/assigned to staff in advance of the meeting. The Fire Chief may review all agenda items with the Board President in advance of the Board meeting.
   - Board Directors shall not engage in serial meetings, which are defined as any form of communication among Board Directors outside of a public meeting that leads to a majority developing a concurrence on an action to be taken.
2. Critical Information

The Fire Chief or the Chief's designee will contact the Board President to disseminate critical information in a timely manner. If the Board President is unavailable, the Board Vice President, and then Secretary, will be contacted and asked to contact other Board members.

3. Information to the Media
   - The Fire Chief will serve as the spokesperson for Operational Level issues within the organization. The Board President will serve as the spokesperson for political and policy issues within the District.
   - Internal District information shall not be distributed to the media without the permission of the Fire Chief.

- Board members have all of the rights and privileges of any private citizen to speak with the media. If a Board member finds it necessary to speak to the media regarding the Fire District, that member should make it clear that they are speaking as an individual Board member and not as a spokesperson for the Board. In order to speak for the Board, any individual Board member must be authorized by the Board.
- When speaking to the media on matters not related to the Fire District, any Board member should clearly state that they are speaking as a private citizen and not as a Board member.

4. Miscellaneous
   - Staff members will attempt to keep the Board well informed on significant issues within the organization, but if in doubt, the Board member should ask.
   - Directors will not use their SMFD email for personal use or serial meetings or business discussions.

5.8 Fire District Board Employee Compensation Policy

The Southern Marin Fire District Board values its represented and unrepresented employees and seeks to provide equitable compensation for each group and classification. The District's Board of Directors may observe this policy when adopting compensation plans and contracts covering District employees.

To ensure transparency and consistency long term, formally adopting employee compensation policy is beneficial to ensure fiscal responsibility and resiliency. Policies can be amended over time, based on Board decisions. The following items reflect the Board of Directors' guiding policies for determining employee compensation and benefits.

1. Remain Fiscally Sound
    1. Rely on Updated 10 Year Fiscal Forecast
    2. Fund Board Adopted Reserve Goals
    3. Fund Pension & OPEB Liabilities
2. Provide a competitive wage and benefit package to all District Employees.
3. To target the "top third" of the Comparable Marin County Fire Agency comparables as the range for compensation and benefits recognizing the unique service area of the District.
4. Make employee behavioral health and wellness a priority.
5. To target a 20/10/10 split between the Battalion Chiefs & Captains, the Captains and Firefighter Engineers, and the Firefighter Engineers and Firefighters. A 20/10/10 split describes the step difference between classes of employees. There is a 20 percent difference between Battalion Chiefs and Captains, a 10 percent difference between Captains and Firefighter Engineers, and another 10 percent difference between the Firefighter Engineers and Firefighters.

6. Non-Represented Employees shall receive the same annual COLA / pay increase as the Represented employees receive. Periodically staff will conduct a market analysis to determine the competitive salary range for like positions.

5.9 Collective Bargaining Agreement

It is the policy of the District to engage in discussions for the purpose of reaching agreements with recognized employee groups (Represented Safety, Unrepresented Miscellaneous, Unrepresented Safety, Unrepresented Confidential and Chief Officers), as required by the Meyers-Milias-Brown Act (MMBA).

To establish salaries, working conditions and benefits, the District enters into the Memorandum of Understanding (MOU) with represented safety employees and chief officers and resolutions for unrepresented miscellaneous, unrepresented safety, unrepresented confidential employees.

The Board of Directors is responsible for overseeing negotiations, providing direction to the negotiation team, and approving the MOU of the represented labor group. MOUs, including side letters and resolutions, are of no force or in effect until such matters are submitted to, and approved by, the District Board of Directors.

These agreements may be agreed upon for one or more years, usually beginning and ending according to the fiscal year, July 1 through June 30.

During contract negotiations, Board members shall endeavor to limit communication with the bargaining group on matters pertaining to the negotiation. Board members shall not negotiate directly with represented labor groups and cannot agree to anything as an individual or on behalf of the Board while bargaining is underway.

Below are recommended steps for the Board to negotiate a new MOU, in advance of expiration of the existing MOU.

1) Board of Directors Vision and Goals

- Board meets in closed session to develop goals for negotiations.
- Staff presents analysis of existing terms of the MOU and current issues impacted by the MOU.
- Staff provides analysis of the District's financial condition and potential impact of new MOU.
- The Board appoints a negotiator to represent them.

2) Development of Information

Negotiator and staff develop tools for the Board to evaluate proposals for MOU, including relevant compensation surveys, compensation for benchmark positions, benefits, job classification studies, and pension contributions. Board meets in closed session and gives the negotiator authority to make proposals with specified limits.

3) District negotiator and Association meeting.

The District notifies the appropriate associations to engage in bargaining within a timeframe that will allow time for good faith negotiations, preferably by the November prior to the expiration of the MOU. The negotiator sets the first meeting with the bargaining groups to review the ground rules and set an agreed upon schedule of meetings. The negotiator shall seek proposals from the

bargaining groups.

4) Board of Directors Evaluate Proposals
In closed session, preferably starting in December or January, the negotiator provides progress updates to the Board, including any proposals from the bargaining groups. Staff provides financial analysis of the potential impact of bargaining group proposals. Board provides direction to negotiator. Updates continue, including status of any tentative agreements, throughout the negotiations.

5) Final Determinations for MOU
In closed session, prior to the expiration of the MOU, the negotiator gives updates on the potential for a comprehensive tentative agreement for the MOU. With analysis from staff, Board determines appropriate terms for a final offer and provides instructions to negotiator.

6) Approval or Rejection of MOU Terms
In closed session, prior to the expiration of the MOU, the negotiator and staff present a fact sheet of all terms of proposed MOU on which tentative agreement is reached, and any outstanding issues. Board votes to approve or reject final terms. If no final agreement is reached, Board provides direction for next steps.

7) Written MOU

In open session, Board votes to approve final written MOU. The fully executed MOU is posted to the District website.

5.10 Compliance with Government Code Sections Concerning Retirement Benefits

It is Board Policy to be open and transparent in accordance with the law. The District's employees are part of the Marin County Employees Retirement Association. Accordingly, any collectively bargained labor agreement between the District and a recognized employee association shall be in full compliance with all Government Code sections applicable to the District and that concern retirement benefits.

5.11.1 Fire Chief Performance Evaluation

The Board shall establish a process for evaluating the Fire Chief annually. The Board shall also provide formal performance expectations to the Fire Chief as a means of ensuring the successful implementation of Board policies, the terms of which the Board shall prescribe in the Chief's employment agreement or in a written performance evaluation. The performance evaluations should occur in closed session approximately one year from either the date of hire or date of last evaluation, or on another date mutually agreeable to the Board and Fire Chief. The Board retains discretion to establish the format, criteria, and method of delivery of the performance evaluation to the Fire Chief

A copy of written performance evaluations shall be kept in the Chief's personnel file. The performance evaluation shall be confidential.

- Fire Chief's Annual Evaluation Process Policy

The Board of Directors President should deliver the Fire Chief's annual evaluation prior to stepping down at the end of their term in the month of December.

The Board may choose to engage a consultant for the purpose of performing the Fire Chief evaluation. If the Board is interested in engaging a consultant, the Board should solicit proposals in August and September, and approve the Professional Services Agreement with the consultant at the September or October Board meeting. The evaluation should be delivered prior to the December Board meeting. Any adjustments, such as adjustments to wages or benefits, shall be approved in open session at the December Board meeting.

The following is the subsequent evaluation process timeline if the Board chooses to engage a consultant, per SMFD Resolution 2024-25-02 (Appendix F), which was approved by the Board on the March 26, 2025 Board meeting:

- Board-Only Evaluation.
  - Start Date: July/August Board Meeting.
    - Select tool and identify external/internal process.
    - In open session, appoint an Evaluator/Negotiator for the Chief's evaluation process.
    - Ask Chief to prepare self-evaluation based on tool performance criteria by August 15.
    - Distribute Chief's self-evaluation to Board members upon completion.
    - External/internal process leader to interview Board members and collect completed tool information by September 1.
  - Check in and Evaluate/Negotiate: September Board Meeting.
    - External/internal process leader analyzes and consolidates Board responses, looking for common themes and trends, prepares evaluation document/report and recommendation on compensation by September 15.
    - Chief's performance and compensation are discussed at closed session during September Board Meeting.
    - External/internal process leader and President/Vice President or other Board representatives meet with the Chief to deliver the evaluation and discuss compensation prior to October 1.
    - Process completed, documents and adjustment, if any, are filed on or before October 1.
- 360º Evaluation
  - Evaluate/Negotiate Start Date: June Board Meeting.
    - Select tool and identify external/internal process.
    - In open session, appoint an Evaluator/Negotiator for the Chief's evaluation process.

- Prepare an information sheet for individuals other than Board members (as designated solely by the Board) about a 360º evaluation process for the Chief, explaining the purpose, tool and timing.
- Distribute the 360º tool, adapted to generate employee feedback, by July 1 with a July 15 due date.
- Ask Chief to prepare self-evaluation based on tool performance criteria by August 1.

- ii. Check in and Evaluate/Negotiate: August/September Board Meeting.
  - Distribute Chief's self-evaluation to Board members upon completion.
  - External/internal process leader to interview Board members and collect completed tool information by August 30.
  - External/internal process leader analyzes and consolidates employee and Board responses into two separate documents, looking for common themes and trends, then prepares evaluation document/reports and a recommendation on compensation for the Board by September 15.
  - Chief's performance and compensation are discussed at closed session during September Board Meeting.
  - External/internal process leader and President/Vice President or other Board representatives meet with the Chief to deliver the Board evaluation, a summary of the employee comments, and discuss compensation.
  - Determine how employees will be informed about the outcome of the process and express appreciation for their participation.
  - Process completed, documents and adjustment, if any, are filed on or before October 1

□ The Board Clerk shall notice a closed session in May of the review year for the purpose of the Board deciding whether to undertake a Board-Only or 360 Evaluation process.

□ The District's Human Resources Manager shall notify the Board President in writing of the Board's obligation to undertake this process in May of the review year prior to noticing of the May closed session meeting.

The following is the subsequent evaluation process timeline if the Board chooses not to engage a consultant:

1) *September Board of Directors meeting.*

   The President announces the solicitation of input to be used in the annual performance evaluation from the Board members. The President also sets the comment "due by" date, for example, 3 weeks from the date of the meeting. Once input is collected, the President prepares the first draft of the evaluation.

2) *October Board of Directors meeting, closed session.*

The President presents the first draft of the Fire Chief's evaluation and receives comments. The President directs the Finance Manager to conduct a salary survey, which is due back by the November Board meeting.

3) *November Board meeting, closed session.*
The President presents final draft of the Fire Chief's evaluation. Board members decide whether or not to make any adjustments to the Fire Chief's wages and benefits.

4) *Prior to the December Board meeting.*
The President meets with the Fire Chief and delivers the evaluation, and any adjustments to wages and benefits.

5) *December Board of Directors meeting.*

Any changes will be presented during the open forum and voted on in public session.

5.11.2 Procedure of Fire Chief Performance Evaluation and Salary Amendment

If a performance evaluation or other action requires consideration of a potential salary amendment, the Board shall first appoint a labor negotiator. In open session, under Government Code section, the Board shall appoint a labor negotiator. The labor negotiator may be a Board member or a third party.

Sample agenda language:

1. **Designating District's Labor Negotiators Under Gov. Code Section 54957.6: Appoint Labor Negotiator for Negotiation of Fire Chief Salary.**
Recommendation: Authorize District Board President [NAME] to negotiate salary with Fire Chief [NAME].
Financial Implications: None
Designated Negotiator: [NAME]

After the labor negotiator is appointed in open session, the Board can meet in closed session using the performance evaluation exemption to discuss the Fire Chief's performance evaluation and any salary adjustments.

Sample agenda language:

1. **PUBLIC EMPLOYEE PERFORMANCE EVALUATION pursuant to Government Code Sections 54957(b)(1) and 54954.5(e)**

   Position to be Reviewed: Fire Chief

Any final approval of salary adjustment must be done in open session.

5.12 Fire District Legal Counsel

It shall be the responsibility of the District Board to select legal counsel to represent the legal needs of the District. The Board shall recognize its responsibility to seek the advice of legal counsel whenever it is unclear regarding legal questions or whenever an action being considered by the Board may result in placing the District in legal jeopardy.

Legal counsel for the Fire District shall be in attendance for Regular Fire District Board Meetings when legal advice, contract consultation, and/or Closed Session interactions deem it necessary by the Board President or the Fire Chief.

In keeping with District Policy and fiscal responsibility, all legal counsel contact shall have prior approval by the Board President and/or Fire Chief for matters requiring a legal interpretation.

ARTICLE 6: DELEGATION OF BOARD AUTHORITY

The Fire District Board has primary responsibility for the approval of District plans and procedures and for the appraisal of the ways in which these decisions are implemented and results obtained. The Board recognizes its authority to delegate specific responsibilities to the Fire Chief for the implementation of the programs and services of the District.

The implementation of policies and programs adopted by the Board of Directors will be clearly delegated to the Chief. The delegation of this responsibility to the Chief requires that the Board develop very clear, specific, and measurable expectations of this position. These steps are necessary to ensure completion of tasks that may be then reassigned to other staff once the Board and Fire Chief roles and responsibilities are clarified.

6.1 Responsibilities of Fire Chief to the Board

The Fire Chief shall serve as the General Manager or Chief Executive Officer of the Fire District. Responsibilities of the Fire Chief may include:

- Preparing the agenda in collaboration with the Clerk of the Board for each meeting, attending all Board meetings, unless excused, and participating in deliberations of the Board as required.
- Bringing to the attention of the Board matters requiring its consideration.
- Reporting periodically to the Board on the progress of the programs in the District.
- Addressing personnel, financial, and capital improvement matters under the direction of the Board.
- Reporting to the Board, appointments, demotions, transfers, and dismissals in accordance with the policies of the Board as applicable.
- Notifying the Board of any temporary assignment of Acting Fire Chief. Notification should include who is being assigned as Acting Fire Chief, and for the period of the temporary assignment.
- Providing for succession planning for management and personnel within the District.
- The Fire Chief and Board President are encouraged to communicate on District matters at least once per month.

6.2 Fire Chief Delegation

The Fire District Board delegates to the Fire Chief the function of specifying the required actions and designing the detailed arrangements under which the Fire District will be operated. Such administrative policies and procedures will detail the operations of the Fire District.

6.3 Fire Chief Administrative Actions

When action must be taken within the Fire District where the Board has provided no guidelines for administrative action, the Fire Chief shall have the power to act, but the decisions shall be subject to review by the Board at its next regular meeting. It shall be the duty of the Fire Chief to inform the Board promptly of such action and of the possible need for policy or rule.

6.4 Fire Chief Reporting Process – Fire Fatalities

Whenever a fire fatality occurs in the Fire District, the Fire Chief and Board President, if available, shall notify the Board Members. The Fire Chief shall conduct an investigation of the incident and prepare a written report to the Board.

ARTICLE 7: METHODS OF OPERATION OF FIRE DISTRICT BOARD

It is the policy of the Fire District Board that all meetings shall be conducted in accordance with California and Federal statutes and rules, the decisions of the courts, and with proper regard to "due process" procedures. In so doing, the Board will seek information from staff and other sources, as appropriate, before decisions are made on policy and procedural matters. The Board of Directors conducts regularly scheduled public meetings in accordance with the Ralph M. Brown Act (California Government Code §54950 et seq).

7.1 Meeting Location

Regular meetings of the Fire District Board shall be held at the Southern Marin Fire District Administrative Headquarters located at 28 Liberty Ship Way, STE 2800, Sausalito, on the fourth Wednesday of each month at 6:00 p.m., unless by specific action of the Board a different meeting place or time is selected. Under special circumstances, such as a pandemic or other emergency event, that prohibits the use of the Headquarters location, the Fire Chief will make provisions for, and legally required notifications of, meetings conducted by videoconferencing or teleconferencing.

In the event that the Board desires to hold a special meeting at a location different from the Headquarters, the Board may do so, provided that a) the meeting is still held within the jurisdictional boundaries of the agency, subject to Government Code section 54954(b); and b) the special meeting complies with Brown Act requirements, such as noticing the new location on the agenda. The new location must comply with the requirements for public meeting locations, including being open to the public and ADA compliant.

The Clerk of the Board shall ensure that appropriate information is available for the audience at meetings of the Board of Directors, and that physical facilities for said meetings are functional and appropriate.

7.2 Regular Meetings

At least seventy-two (72) hours prior to the time of all regular meetings, an agenda, which includes but is not limited to all matters on which there may be discussion and/or action by the Board, shall be posted by the Board Clerk conspicuously for public review at the Southern Marin Fire Protection District Administration Office at a location accessible by the public 24 hours per day, 7 days per week.

Notice of all meetings and a copy of the proposed agenda shall be sent electronically or physically to all persons making a request in writing during any given calendar year and will be made available to the news media prior to the date of the meeting in accordance with the Brown Act, with an additional posting of the agenda to the Southern Marin Fire Website. A nominal fee may be charged for copies of public records in accordance with rules established by the Board of Directors.

It shall be the policy of the Fire District Board to recognize itself as a policymaking body that deliberates at regularly scheduled meetings and each Board member shall make a diligent effort to make themselves available, be present, and participate fully.

It is the intent of the Fire District Board to encourage attendance and participation at Board meetings by all interested persons and residents of the District.

Meetings may include a closed session as necessary.

7.3 Special Meetings

The Fire Chief, Board President, or a majority of the District Board of Directors may call a Special Meeting. A majority may meet without providing notice to the public in order to call a Special Meeting and prepare the agenda. However, any discussion outside of a properly noticed meeting of such majority may only include a discussion of the items to be placed on the agenda and shall not include a discussion on the merits of such items.

Notice for the Special Meeting to the public, Board members, media outlets and all who have requested notification must be provided 24 hours in advance of the meeting. The Notice shall be posted in a location that is freely accessible to the public 24 hours per day, 7 days per week. Notice is required even if the meeting is conducted in closed session. Meeting minutes shall be taken for all Special Meetings.

7.4 Emergency Meetings

The Fire Chief, Board President, or a majority of the District Board of Directors may call an Emergency Meeting if a work stoppage, crippling activity, or other activity such as a dire emergency exists, including but not limited to crippling disaster, mass destruction, terrorist act, or threatened terrorist activity that poses immediate and significant danger that severely impairs the health or safety of the public.

All of the provisions for a Special Meeting apply to Emergency Meetings, except for the 24-hour notice requirement. Notice for Emergency meetings shall go to newspapers and radio stations that requested such notice one hour prior to the emergency meeting, or, in the case of a dire emergency, at or near the time that the Board President notifies the other members of the Board of Directors.

7.5 Standing Committees

Standing Committees may meet monthly or as necessary with regard to their respective responsibilities and/or duties. Agendas shall be noticed and published in the same manner as Regular meetings. Reports, findings, and recommendations may be forwarded to the full Board for its consideration. Meetings may include closed session as necessary. Standing Committees are subject to the Brown Act.

7.6 Ad-Hoc Committees

An ad hoc committee is a temporary committee formed to address a specific, limited issue or task within the District. Members are appointed by the Board President. Ad hoc committees shall meet as necessary in accordance with their specific mission and purpose. Ad hoc committees generally have a limited purpose and/or a limited span or time frame. These committees exist as long as necessary to accomplish their goal after which they are disbanded. There are no notice or agenda requirements for ad-hoc committees. As with all Committees, the maximum number of directors that may be on an ad hoc committee is two. No minutes are required from an ad-hoc committee. Disbanded Ad-Hoc committees may be reinstated if the Board deems it necessary.

7.7 Study Sessions

Study sessions may be scheduled from time to time to allow the Board to focus closely on a particular subject. The notice and agenda requirements for a Study Session are the same as those for a regular Board meeting. A Study Session may be a closed meeting if it meets the requirements. No minutes are required for a Study Session. No action may be taken at a Study Session except providing direction to staff.

7.8 Agendas

Agendas for regular and special Board meetings shall be determined in the following manner and shall comply with appropriate noticing and publishing.

Agenda Item Requests - Board Members

As stated in Policy 6.1, the Fire Chief in collaboration with the Clerk of the Board shall prepare an agenda for each regular and special meeting of the Board of Directors or Board Committee when the Fire Chief is a member of the committee.

Regular Board meeting agendas will include at a minimum the following:

- Electronic Participation (As Needed per Brown Act Allowances)
- Call to Order
- Roll Call
- Pledge of Allegiance
- Agenda Adjustments & Approval
- Open Time for Public Expression (limited to 3 minutes/person)
- Minutes of Previous Meeting
- Consent Calendar
- Staff Reports
- Board Committees Reports

- Action Items
- Future Agenda Items
- Poll of the Board
- Closed Session
- Adjournment

All agendas will include an open time for public expression for agendized and non-agendized topics.

Poll of the Board

During a Board Meeting, at the Poll of the Board section, a Board member can state news, comments, or other statements on topics not covered in the agenda (although still relevant to the scope of the District's work) within a reasonable time limit. Common examples of such statements include informing the Board that the Board member received a plaque or other honor. A Poll of the Board shall not offer commentary on other agenda items, discuss a new topic that is not agendized but should be agendized, or solicit discussion from staff on a topic that is not agendized but should be agendized. To the extent a Board member wishes to agendize a future action item, they must do so in the "Future Agenda Item" section of the agenda, discussed below.

Proclamations

An official declaration or announcement made by the Fire Chief or the Board to honor, celebrate, or create awareness of an event, special occasion, cause, or significant issue related to the District's purview.

Future Agenda Items

Any Board member may request the placement of any item related to District business on the agenda of an upcoming scheduled regular Board Meeting in one of following ways:

- During the 'Future Agenda Items' section of the agenda, a Board member may suggest a future agenda item. The Board shall then vote on whether to add the item to the upcoming meeting agenda. If a majority vote approves of adding the agenda item, the Board shall provide direction to the Clerk to add the agenda item to the next meeting's agenda.
- The Board President may unilaterally add an item to the agenda outside of a Board meeting. The Board President shall direct the Clerk to add an agenda item outside of a Board Meeting, no later than five business days prior to the meeting.
- The Fire Chief may unilaterally add an item to the agenda outside of a Board meeting. The Fire Chief shall direct the Clerk to add an agenda item, outside of a Board Meeting, no later than five business days prior to the meeting.

All requests for agenda items are subject to the requirements and limitations of the open meeting laws of the State of California. Requests must be within the subject matter jurisdiction of the Board and shall be consistent with these rules governing Board roles and responsibilities. Barring emergencies or other exigent circumstances, all agenda requests shall be made at least 14 days prior to the Board meeting at

issue. The Fire Chief shall honor all agenda requests that meet the requirements of this policy and state law.

Agendas shall be finalized by the Clerk of the Board 10 days prior to the scheduled regular meeting, whenever possible. If appropriate, requested agenda items may be combined with one another or other items of similar subject matter for purposes of parliamentary convenience.

Agenda Item Requests from Members of the Public

Any member of the public may request that a matter directly related to District business be placed on the agenda of a regularly scheduled meeting of the Board of Directors. The request may be made during the public comment portion of any Board meeting, but unless the requirements of the Brown Act can be met, an agenda item made during public comment may only be added to a future meeting agenda. If the request is made outside of a Board meeting, the request must be submitted in writing to the Fire Chief at least two weeks prior to the Board meeting.

The Fire Chief in their sole discretion or in concurrence with the Board President, will determine whether the public request is a "matter directly related to the District Business" and if so, it shall be placed on the next scheduled Board meeting agenda. The requestor shall provide any necessary reports and/or attachments for inclusion in the Board Meeting packet.

Committee Meeting Agendas

Agendas for Board committee meetings shall be generated by the Clerk of the Board from input from the committee members and District staff, and items submitted by the Fire Chief.

7.9 Closed Sessions

A Closed Session is a part of a meeting where no member of the public may be present. Only the following topics are grounds for calling a closed session under Government Code Section 54953 (b) (3):

- Personnel Matters: Appoint, employ, evaluate performance, discipline, dismiss or release an employee
- Pending or Anticipated Litigation
- Labor Negotiations
- Real Property Negotiations
- Public Security
- License Application by persons with criminal record
- Liability Claims
- Trade Secrets
- Charges or complaints involving information protected by federal law
- Conference involving Joint Powers Agency
- Audit by Bureau of State Audits

The Brown Act states that the legislative body of any local agency shall publicly report actions taken in closed session as well as the vote or abstention on that action of every member present, when the body acts to do one of the following:

- Approve an agreement concluding real estate negotiations.
- Grant legal counsel permission to defend litigation.
- Grant legal counsel permission regarding settlement of litigation.
- Act to appoint, employ, dismiss, accept the resignation of, or otherwise affect the employment status of a public employee.
- Act to approve an agreement concluding labor negotiations.
- Make a decision regarding a pension fund investment transaction.

7.10 Public Comments

Public comment is encouraged at all Board meetings. The Open Public Comment section of the Board meeting Agenda provides an opportunity for members of the public to comment on agendized and non-agendized items. Each speaker shall be limited to three minutes. Interested speakers who verbally indicate their desire to speak during this item shall be afforded an opportunity to address the Board. At the discretion of the Board President, comments on a particular agendized item may be deferred until that item is heard.

The agenda will emphasize the right to public comment by including the following phrase as a preamble to the public comment section: "A fundamental element of democracy is the right of citizens to address their elected representatives, therefore…"

7.11 Presiding Board Meeting

The Board President shall normally preside at meetings of the Board. In the absence of the Board President, the Board Vice President shall preside. In the absence of the Board Vice President, the Board Secretary shall preside. In the absence of the President, the Vice President and the Secretary, the first order of business at the Board meeting shall be the appointment, by the Board members present, of a presiding Board member to chair the meeting.

ARTICLE 8: MEETING MINUTES, PUBLIC RECORDS

8.1 Board Meeting Minutes

The Clerk of the Board of Directors shall keep minutes of all regular and special meetings and standing committees of the Board. Minutes shall NOT be taken of Closed Sessions or Study Sessions. The official records of the meetings are the Board-approved typed minutes.

The official minutes of the regular and special meetings and standing committees of the Board shall be kept in a secured office with easy access for the public review during normal business hours and shall provide information as required by law and Board policies. An additional posting of the Board agendas, minutes and meeting packet shall be posted on the Southern Marin Fire website at www.smfd.org.

Copies of said minutes shall be made for distribution to Directors with the agenda for the next regular Board Meeting.

In the minutes, motions, resolutions, or ordinances shall be recorded as having passed or failed and individual votes will be recorded unless the action was unanimous.

The minutes of Board meetings shall be maintained as hereinafter outlined:

- Date, place and type of each meeting.
- Directors present and absent by name.
- Call to order.
- Arrival of tardy Directors by name.
- Pre-adjournment departure of Directors by name, or if absence takes place when any agenda items are acted upon; adjournment of the meeting; record of written notice of special meetings; and record of items to be considered at special meetings.
- Complete information as to each subject of the Board's deliberation.
- Approval or amended approval of the minutes of preceding meetings.
- Complete information as to each subject including the roll call record of the vote on a motion if not unanimous.
- All Board resolutions and ordinances in complete context, numbered serially for each fiscal year.
- A record of all contracts entered into.
- A record of all bid procedures, including calls for bids authorized, bids received, and other action taken.
- A record by number of all warrants approved for payment.
- Adoption of the annual budget.
- Financial reports, including collections received and deposited and sales of District property shall be presented to the Board every month.
- A record of all-important correspondence.
- A record of the Fire Chief and staff report to the Board.
- Approval of all policies and Board-adopted regulations.
- A record of all visitors and delegations appearing before the Board.

8.2 Clerk to the Board

The Clerk of the Board performs a number of administrative and managerial duties such as preparation of the Board agenda, facilitation of the execution of official and legislative processes which include administering provisions of the Political Reform Act of 1974, attestation to the passing of resolutions and ordinances, and participation in the Fire District Board Meetings.

The Clerk of the Board also records official actions of the District, documenting the proceedings of meetings and retaining other legal and historical records. Records are maintained while providing appropriate public access to District business. The Clerk of the Board manages the proper maintenance and disposition of District records and information according to the District retention schedule and helps to preserve District history.

8.3 Board Meeting Minutes-Public Record

The official minutes of Board meetings, including supporting documents, shall be open to inspection by the public at the District headquarters located at 28 Liberty Ship Way, STE 2800, Sausalito, California during regular business hours. The public shall contact the Clerk of the Board to request a time to inspect District documents.

8.4 Public Records Process

The Fire District recognizes the right of any member of the public to inspect nonexempt public records, limited only by rules of reasonableness, and in accordance with guidelines established by California State Law. When access to District records is granted, examination will be made in the presence of the records custodian regularly responsible for maintenance of the files or by a staff member designated by the Fire Chief. In accordance with the Public Records Act, certain records, including personnel records, are not included in the category of records to which the right of access may be granted by the Fire District. If anyone makes a record request to a Board Member, the Board Member shall direct them to the District's Public Records page on the District website for the requestor to make a formal records request to the District. If relevant, Board members may need to participate in the collection of materials for records requests and shall do so in a timely manner as required.

8.5 Board Electronic Communications Policy

The Board shall adhere to the District Technology Use Policy (Appendix G). The purpose of these policies is to ensure the proper use of the District technologies. The Electronic Communication Policy (Appendix H) covers such items as Personal Use, Protocol for Use, Unauthorized Purposes, Authorized Hardware and Software Configurations, Data Backup, Security, Internet Use, Shared Resources, the Public Records Act, Confidentiality, Privacy, and Misuse.

Each member of the District's Board of Directors will be provided with an email account on the District's system. The District's website provides the public with a link to these email accounts. The business cards provided to each Board member also include the District email address. Members of the Board of Directors should use only their District email accounts for all District business and should not use their personal or business email accounts for this purpose.

Board members can log into the SMFD Intranet using their District email at Intranet.smfd.org or by logging into the District website at www.smfd.org. District documents, calendars and email can also be accessed after logging in.

The District will retain all incoming and outgoing email messages from the Board of Directors email accounts on the District's system for two years. These email messages are public records and are subject to disclosure under the provisions of the Public Records Act, with rare exception.

ARTICLE 9: RULES OF ORDER DURING MEETINGS

The Board President is responsible for the maintenance of order and decorum. Board meetings are held in accordance with Robert's Rules of Order, Parliamentary Procedure.

9.1 Points of Order

The Board President shall determine all Points of Order subject to the right of any member to appeal to the entire Board. If any appeal is taken, the question shall be, "Shall the decision of the Board President be sustained?" In which event a majority vote shall govern and conclusively determine such question of order.

9.2 Decorum and Order - Board Members

Any Board Member desiring to speak shall address the President and, upon recognition by the President, shall confine their speech to the question under debate.

A Board Member desiring to question the staff shall address his/her question to the Fire Chief who shall either answer the inquiry or to designate some member of the staff for that purpose.

A Board Member, once recognized, shall not be interrupted while speaking unless called to order by the President, unless another Board Member raises a Point of Order, or unless the speaker chooses to yield to questions from another Board Member.

Any Board Member called to order while they are speaking shall cease speaking immediately until the question of order is determined. If ruled to be in order, they shall be permitted to proceed. If ruled to be not in order, they shall remain silent or shall alter their remarks so as to comply with rules of the Board.

Directors shall at all times conduct themselves with courtesy to each other to staff and to members of the audience present at Board meetings and public sessions.

Any Board member may invite any members of the public to speak at a Board meeting during the period reserved for public comment.

9.3 Decorum and Order - Employees

Members of the administrative staff and employees of the District shall observe the same rules of procedure and decorum applicable to Board Members.

9.4 Conflict of Interest

All Board Members are subject to all provisions of California law relative to conflicts of interest and to conflict of interest codes adopted by the Board. Any Board Member prevented from voting because of a conflict of interest shall state the basis for the conflict, recuse themself and leave the room for the duration of the debate and vote on the item. Once the vote has concluded, the recused member may be welcomed back into the room.

9.5 Limitation of Debate

No Board Member normally should speak more than once upon any one subject until every other Board Member choosing to speak thereon has spoken. No member shall speak for a longer time than five (5) minutes each time they have the floor, without the approval of a majority vote of the Board.

9.6 Dissents, Protests, and Comments

Any member shall have the right to express dissent from, protest against, or comment upon any action of the Board and have the reason entered in the minutes. If such dissent, protest, or comment is desired to be entered into the minutes, this should be made clear by language such as, "I would like the minutes to show that I am opposed to this action for the following reason. . . "

9.7 Rulings of Board President Final Unless Overruled

In presiding over meetings, the Board President, Vice President, or temporary President shall decide all questions or interpretations of these rules, points of order, or other questions of procedure requiring rulings. Any such decision or ruling shall be final unless overridden or suspended by a majority vote of the Board Members present and voting and shall be binding and legally effective (even if clearly erroneous, subject to federal, state, and local laws) for purposes of the matter under consideration.

9.8 Actions Not Invalidated

Failure to strictly comply with these Rules of Procedure shall not invalidate any action taken by the District Board.

9.9 Actions

The Board may act only by motion, resolution, or ordinance. For example: Board actions setting rules for long-term application are taken by *ordinance*. Routine business and administrative matters which are usually more temporary in nature are accomplished by *resolutions.* The *motion* is a Board action which is recorded simply by an item entry in the minutes of the meeting at which it was accomplished, and no separate document is made to memorialize it. Actions by the Board of Directors include but are not limited to the following:

- Adoption or rejection of regulations or policies.
- Adoption or rejection of a resolution.
- Adoption or rejection of an ordinance.
- Approval or rejection of any contract or expenditure.
- Approval or rejection of any proposal which commits District funds or facilities, including employment and dismissal of personnel.
- Approval or disapproval of matters, which require or may require the District or its employees to take action and/or provide services.

Action can only be taken by the vote of the majority of the Board of Directors. Four (4) Directors represent a quorum for the conduct of business. Actions are taken at a meeting where only a quorum is present and require all four (4) votes to be effective. This policy applies to abstentions from voting. A member abstaining in a vote is considered as absent for that vote.

The Board may give directions, which are not formal action. Directions do not require formal procedural process but should be included in the minutes. Such directions include the Board's directives and instructions to the Fire Chief. Directions should clearly be an act of the Board, and not the act of one Board member.

The Board President shall determine by consensus a Board directive and shall state it for clarification. Should any two Directors challenge the statement of the Board President, a voice vote shall be taken.

A formal motion may be made to place a disputed directive on a future agenda for Board consideration, or to take some other action such as deferring the matter to the Fire Chief or legal counsel for review and recommendation.

Informal action by the Board is still Board action and shall only occur regarding matters which appear on the agenda for the Board meeting during which said informal action is taken. All such informal action shall be recorded in the minutes.

9.10 Processing of Motions

When a motion is made and seconded, it shall be stated by the Board President before debate. A motion so stated shall not be withdrawn by the mover without the consent of the person seconding it.

9.11 Motions Out of Order

The Board President may at any time, by majority consent of the Board, permit a member to introduce an ordinance, resolution, or motion out of the regular agenda order.

9.12 Precedence of Motions

When a motion is before the Board, no motion shall be entertained except the following, which shall have precedence in the following order:

1. Adjourn
2. Fix hour of adjournment
3. Table
4. Limit or terminate discussion
5. Amend
6. Postpone
7. Reconsider

<u>Motion to Adjourn - Not debatable</u>

A motion to adjourn shall be in order at any time, except as follows:

- When repeated without intervening business or discussion
- When made as an interruption of a Member
- When discussion has ended and vote on motion is pending
- When a vote is being taken a motion to adjourn "to another time" shall be debatable only as to the time to which the meeting is adjourned.

Motion to Fix Hour of Adjournment - Not debatable

Such a motion shall be to set a definite time at which to adjourn and shall not be debatable and amendable except by unanimous vote.

Motion to Table - Not Debatable

A motion to table shall be used to temporarily by-pass the subject. A motion to table shall not be debatable and shall preclude all amendments or debate of the subject under consideration. If the motion shall prevail, the matter may be "taken from the table" at any time prior to the end of the next regular meeting.

Motion to Limit or Terminate Discussion - Not Debatable

Such a motion shall be used to limit or close debate on, or further amendment to, the main motion and shall not be debatable. If the motion fails, debate shall be reopened; if the motion passes, a vote shall be taken on the main motion.

Motion to Amend - Debatable

A motion to amend shall be debatable only as to the amendment. A motion to amend an amendment shall be in order, but a motion to amend an amendment to an amendment shall not be in order. An amendment modifying the intention of a motion shall be in order, but an amendment relating to a different matter shall not be in order. A substitute motion on the same subject shall be acceptable and voted on before a vote on the amendment. Amendments shall be voted first, then the main motion as amended.

Motion to Postpone - Debatable

Motions to continue to a definite time shall be amendable and debatable as to propriety of postponement and time set.

Reconsideration - Debatable

Any Board Member who voted with the majority may move for a reconsideration of any action at the same or next meeting. After a motion for reconsideration has once been acted upon, no other motion for reconsideration thereof shall be made without unanimous consent to the Board.

9.13 Voting Procedure

In acting upon every motion, the vote shall be taken by voice or roll call or any other method by which the vote of each Board Member present can be clearly ascertained. The vote on each motion shall then be entered in full upon the record. The order of voting shall be alphabetical with the Board President voting last. The Clerk shall call the names of all members seated when a roll call vote is ordered or required. Members shall respond “aye” or “no” or “abstain.” Any Board Member not audibly and clearly responding “no” or “abstain” or otherwise registering an objection shall have his vote recorded as “aye.”

9.14 Tie Votes

Tie votes shall be considered a no vote or denial.

ARTICLE 10: PROCEDURE FOR ADOPTING A RESOLUTION

Actions of the Board on matters of policy or procedure of a less formal nature than the subject of an ordinance are taken by resolution, which is effective upon adoption. Ordinarily, resolutions should be prepared in advance. The procedure for adoption is:

1. Motion
2. Second
3. Discussion
4. Vote, pursuant to the methods set out for motions
5. Result declared

When a resolution has not been prepared in advance the Board may adopt the resolution by title. In that case, the general counsel, special legal counsel, or staff shall prepare the form of the resolution for presentation at the next meeting.

ARTICLE 11: PROCEDURE FOR ADOPTING AN ORDINANCE

Ordinances of the District shall be adopted by the Board pursuant to Government code Sections 25120 et seq.

All ordinances shall be placed on the agenda for regular meetings by title and a brief description of content. An exception is an urgency ordinance, which may be adopted at a special meeting.

11.1 First Reading/Introduce the Ordinance

The Board will make a Motion to waive the reading of the entire ordinance and read the Ordinance title and number only. This Motion must be carried by a majority vote of the Board.

The Ordinance title is read aloud by the Board President and after the title is read, the Board will make a Motion to introduce the Ordinance.

11.2 Second Reading/Adopt the Ordinance

An Ordinance can be adopted after the second reading which occurs at least five (5) days after first reading.

The Board will follow the same steps laid out in the above section First Reading/Introduce the Ordinance.

Except as specified by law, ordinances become effective 30 days after final passage providing the ordinance has been published one time in a newspaper of general circulation published in the District.

APPENDIX

APPENDIX A

APPENDIX B

APPENDIX C

APPENDIX D

APPENDIX E

APPENDIX F

APPENDIX G

APPENDIX H