

Independence Ranch Community Service District

Special Meeting Agenda

Wednesday, March 11, 2026 at 5:30 pm
San Miguel Senior Center

Board Members:

Greg Hamson, President

George Tracy, Vice President

Bill Mulchay, Director

Matt Costello, Director

Cinde Stark, Director

- I. Call the Meeting Order / Flag Salute
- II. Roll Call
- III. Review Bylaws
- IV. Review Policies & Procedures
- V. Board vote to approve and adopt Bylaws
- VI. Board vote to approve Policies and Procedures
- VII. Adjournment

**INDEPENDENCE RANCH COMMUNITY SERVICES DISTRICT
POLICY HANDBOOK**

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Section 1 Purpose

The Independence Ranch Community Services District (IRCSD) became effective December 31, 1992, pursuant to an election and Resolution of the Board of Supervisors of the County of San Luis Obispo, under the authority of the Government Code # 611100 et seq.; and under authority of the Cortese-Hertzberg Reorganization Act of 2000 (Government Code # 56000 et seq.), and by said Resolution, the District, pursuant to Government Code # 61100 (1) is authorized to exercise the following services:

- a. Acquire, construct, improve, and maintain streets, roads, rights-of-ways, bridges, culverts, drains, curbs, gutters, sidewalks, and any incidental works. A district shall not acquire construct, improve, or maintain any work owned by another public agency unless other public agency gives written consent.

Section 2 Independence Ranch Rules and Guidelines

- a. No overnight parking at the mailboxes or on the right-of-way without the owner's permission.
- b. Independence Ranch speed limit if 20 miles per hour.
- c. California Vehicles codes shall be enforced by the County Sheriff or Highway Patrol
- d. Independence Ranch roads are open to the public
- e. Parcel Owners are responsible for maintain their property. The maintenance of driveway culverts and the vegetation in the area between their fence line and the road.

Culvert Maintenance – cleaning and repairing driveway culverts to prevent clogging, which can cause flooding and damage to public infrastructure.

Vegetation Management – from trimming vegetation and trees in the area between their fence line and road, particularly to ensure it does not block traffic views or encroach on public space.

- f. The district has adopted San Luis Obispo County code section 15, Roads and Traffic as the basis for enforcement for the operation of the roads.

- g. The San Luis Obispo County Public Improvement Standards, latest edition, govern the construction, design, and installation of culverts, swales, slopes and other drainage facilities within the county. These regulations are incorporated for reference by Independence Ranch to ensure compliance in the design and operation of infrastructure.

Section 3 Adoption/Amendment of Policies

- a. Consideration by the Board of Directors to adopt a new policy or to amend an existing policy may be initiated by any Director, or by the General Manager. The proposed adoption or amendment is initiated by submitting a written draft of the proposed adoption or amendment to each Director and the General Manager through the District office, and requesting that the item be included for consideration on the agenda of the appropriate regular meeting of the Board of Directors.
- b. Adoption of a new policy or amendment of an existing policy shall be accomplished at a regular meeting of the Board of Directors and shall require a 4/5 affirmative vote of the entire Board of Directors.
- c. Before considering adopting or amending any policy, Directors shall have the opportunity to review the proposed adoption or amendment at the regular Board meeting prior to the meeting at which consideration for adoption or amendment is to be given. Copies of the proposed policy adoption or amendment shall be included in the agenda information packet for any meeting consideration. The agenda information packets with said copies shall be made available to each Director for review at least three (3) days prior to any meeting at which the policy(is) are to be considered.
- d. The requirement to review a proposed new or amended policy prior to the meeting at which adoption is to be considered may be waived by a 4/5 affirmative vote of the entire Board, with the agenda specifying consideration of such action.

Section 4 Conflict of Interest

The Political Reform Act, Government Code 81000, et seq., requires state and local government agencies to adopt and promulgate conflict-of-interest codes. The Fair Political Practices Commission has adopted a regulation, 2 Cal. Code of Regs. 18730, which contains the terms of a standard conflict of interest code. It can be incorporated by reference and may be amended by the Fair Political Practices Commission after public notice and hearings to conform

to amendments in the Political Reform Act. Therefore, the terms of 2 Cal. Code of Regs, 18730 and any amendments to it duly adopted by the Fair Political Practices Commission are hereby incorporated by reference.

Section 5 Public Complaints

A public complaint is an allegation by a member of the public of a violation or misinterpretation of a District policy, state, or federal statute of which the individual has been adversely affected.

The method of resolving complaints shall be as follow:

- a. Upon receiving a written complaint form an individual, the General Manager is required to:

Compile Documentation – gather the individual’s written complaint, all testimonies, and all written documentation generated during the investigation.

- b. Submit to the Board
Provide this complete package to the Board of Directors within 10 days of receiving the complaint.

- c. Board of Directors’ Action

One the Board of Directors received the following documentation; they may take the following actions to address the matter:

Schedule Review – consider the matter at the next regular scheduled meeting.

Special Meeting: call a special meeting to discuss the complaint if immediate action is deemed necessary.

- d. The Board will expeditiously resolve the matter. In making the final decision, the Board may conduct conferences, hear testimony, as well as utilize the transcripts of written documentation. The individual filing the complaint may request a written decision from the Board.
- e. This policy is not intended to prohibit or deter a member of the community or staff member from appearing before the Board to verbally present a testimony, complaint, or statement in regard to actions of the Board, District services, or implementing considerations of the Board.

Section 6 Code of Ethics

The Board of Directors is committed to providing excellence in legislative leadership resulting in the provision of the highest quality services to its constituents and to comply with State laws.

In order to assist in the governance of the behavior between and among members of the Board of Directors and the District staff, the following rules shall be observed.

- a. The dignity, style, values and opinions of each Director shall be respected.
- b. We shall be responsive and attentive in listening and engaged in all communication.
- c. The needs of the district's constituents should be the priority of the Board of Directors. When a Director believes he/she may have a conflict of interest, he/she shall consult with the General Manager to determine if a conflict of interest exists. The General Manager may solicit the assistance of IRCSD's legal counsel and/or the Fair Political Practices Commission.
- d. Directors should commit themselves to emphasizing the positive, and avoiding double talk, hidden agendas, gossip, backbiting, and other negative forms of interaction.
- e. Directors should commit themselves to focusing on issues not personalities. The presentation of the opinions of others should be encouraged. Cliques and voting blocks based on personalities rather than issues should be avoided
- f. 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.

Section 7 Ethics and Sexual Harassment Prevention Training

All Directors and the General Manager of the Independence Ranch Community Services District shall receive two (2) hours of ethics (AB 1234) training and education within the first six (6) months of election or appointment to the Board of Directors and

every two (2) years thereafter, pursuant to Government Code Sections 53234 through 53235.2.

All Directors and the General Manager of the Independence Ranch Community Services District shall receive sexual harassment prevention training and education. Each director and general manager shall receive at least two (2) hours of sexual harassment prevention training and education within the first six (6) month of taking office or commencing employment, and every two years thereafter.

- a. This policy shall also apply to all staff members that the Board of Directors designates and to members of all committee and other bodies that are subject to the Ralph M. Brown Opening Meeting Act, if required by State Law.
- b. All ethics training shall be provided by entities whose curricula have been approved by the California Attorney General, Fair Political Practices Commission or otherwise conforms with Government Code Sections 53234 through 53255.2.

All sexual harassment prevention training shall follow Assembly Bill No. 1661 requirements.

- c. Directors shall obtain proof of participation after completing the ethics training and sexual harassment prevention training.
- d. The General Manager and/or Secretary of the Board shall maintain records indicating both the dates that directors completed the ethics training and the name of the entity that provided the training. These records shall be maintained for at least five (5) years after directors receive the training, and are public records subject to disclosure under the California Public Records Act.
- e. The General Manager shall provide the Board of Directors with information on available training that meets the requirements of this policy on a periodic basis.
- f. Ethics and Sexual Harassment Prevention training may consist of either a training course or a set of self-study material with test, and may be taken at home, in person or online.

- g. Any director of Independence Ranch Community Services District that serves on the board of another agency is only required to take the training every two (2) years.

Section 8 Rules of Order for the Board and Committee Meetings

General

Action items shall be brought before and considered by the Board by motion in accordance with this policy. These rules of order are intended to be informal and applied flexibly. The Board prefers a flexible form of meeting and, therefore, does not conduct its meetings under formalized rules – Robert’s Rules of Order.

- a. If a director believes order is not being maintained or procedures are not adequate, then he/she should raise a point of order – not requiring a second – to the President. If the ruling of the President is not satisfactory to the Director, then it may be appealed to the Board. A majority of the Board will govern and determine the point of order.

Obtaining the Floor

- a. Any Director desiring to speak should address the President and, upon recognition by the President, may address the subject under discussion.

Motions

- a. Any Director, including the President, may make or second a motion. A motion shall be brought and considered as follows:
 - A Director makes a motion; another Director seconds the motion; and the President state the motion.
- b. Once the motion has been stated by the President, it is open to discussion and debate. After the matter has been fully debated, and after the public in attendance has had an opportunity to comment. The President will call for the vote.
 - If the public in attendance has had an opportunity to comment on the proposed action, any Director may move to immediately bring the question being debated to a vote, suspending further debate. The motion must be made, seconded, and approved by a majority vote of the Board.

Secondary Motions

Ordinarily, only one motion can be considered at a time and a motion must be disposed of before any other motions or business are considered. There are a few exceptions to this general rule, though, where a secondary motion concerning the main motion may be made and considered before voting on the main motion.

- a. Motion to Amend. A main motion may be amended before it is voted on, either by the consent of the Directors who moved and seconded, or by a new motion and second.
- b. Motion to Table. A main motion may be indefinitely tabled before it is voted on by motion made to table, which is then seconded, and approved by a majority vote of the Board.
- c. Motion to Postpone. A main motion may be postponed to a certain time by a motion to postpone, which is then seconded and approved by a majority vote of the Board.
- d. Motion to Refer to Committee. A main motion may be referred to a Board committee for further study and recommendation by a motion to refer to committee, which is then seconded and approved by a majority vote of the Board.
- e. Motion to Close Debate and Vote Immediately. As provided above, any Directors may move to close debate and immediately vote on a main motion.
- f. Motion to Adjourn. A meeting may be adjourned by motion made, seconded, and approved by a majority vote of the Board before voting on a main motion.

Decorum

The President shall take whatever actions are necessary and appropriate to preserve order and decorum during Board meetings, including public hearings. The President may reject any person or persons making personal, impertinent or slanderous remarks, refusing to abide by a request from the President, or otherwise disrupting the meeting or hearing.

- a. The President may also declare a short recess during any meeting.

Amendment of Rules Order

By motion made, seconded and approved by a majority vote, the Board may, at its discretion and at any meeting: a) temporarily suspend these rules in whole or in part; b) amend these rules in whole or in part; c) both.

Section 9 Board Actions and Decisions

- a. 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 any contract or expenditure;
 - Approval or rejection of any proposal which commits District funds; and,
 - Approval or disapproval of matter that require or may require the district or its employees to take action and/or provide services.
- b. Action can only be taken by a majority vote of the Board of Directors. Three (3) Directors represent a quorum for the conduct of business.
- c. A member abstaining in a vote is considered as absent for that vote.
 - Example. If three of the five Directors are present at a meeting, a quorum exists and business can be conducted unless the abstention is due to a conflict of interest. However, if one Director abstains on a particular action and the other two cast “aye” votes, no action is taken because a “majority of the Board” did not vote in favor of the action.
 - Example. If an action is proposed requiring a two-thirds vote and two Directors abstain, the proposed action cannot be approved because four of the five Directors would have to vote in favor of the action.
 - Example. If a vacancy exists on the Board and a vote is taken to appoint an individual to fill said vacancy, three (3) Directors must

vote in favor of the appointment for it to be approved. If two (2) of the four (4) Directors present abstain, the appointment is not approved.

- d. The Board may give directions that are not formal action. Such directions do not require formal procedural process. Such directions include the Board's directives and instructions to the General Manager.
- e. The President shall determine by consensus a Board directive and shall state it for clarification. Should any two (2) Directors challenge the statement of the President, a voice vote may be required.
- f. 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 refer the matter to the General Manager for review and recommendation, etc.).
- g. Informal action by the Board is still Board action and shall only occur regarding matters that appear on the agenda for the Board meeting during which said informal action is taken.

Section 10 Duties of Board President

Responsibilities.

The President shall have all rights to discuss and vote on any issues before the Board. Responsibilities of the President include:

- a. Sign certain instruments, and act and carry out stated requirements and the will of the Board;
- b. Appoints and disbands all committees, subject to Board ratification;
- c. Appoints Members to all internal Standing Committees of the Board, as well as External Organization with District designated appointees;
- d. Call such meeting of the Board as he/she may deem necessary, giving notice as prescribed by law;
- e. Coordinate the preparation of meeting agendas with the General Manager;

- f. Confer with the General Manager or designee on crucial matters which occur between Board of Directors meetings;
- g. Be responsible for orderly conduct of all Board meetings;
- h. Be the Spokesperson for the Board; and
- i. Perform other duties as authorized by the Board.

Section 11 Duties of the Board Secretary/General Manager

The position of the Secretary of the Board and/or General Manager is required by law. The Secretary performs duties including recording of minutes and actions of the Board of Directors and certifying all actions and resolutions of the Board.

a. Duties

- Certify or attest to actions taken by the Board when required;
- Sign the minutes of the Board meeting following their approval;
- Sign the documents as directed by the Board on behalf of the district, and sign all other items which require the signature of the Secretary/General Manager; and
- Perform any other duties assigned by the Board.

b. Responsibilities

- Minutes of the Board of Directors meetings are recorded, as specified;
- Minutes of each Board meeting are prepared and maintained;
- Board records and other documents and reports are maintained, as required by law. Any tape, disk, electronic media storage, or film record of a District meeting made for whatever purpose at the direction of the district shall be subject to inspection pursuant to the California Public Records Act. District tape, disk, electronic media storage, and film records may be erased after one hundred and eighty (180) days after the taping or the recording; and
- Board officers receive the correspondence addressed to them.
- Timely posting of all agenda, meeting minutes and other required public notifications.
- Whenever the Board acts in a quasi-judicial proceeding, the Secretary/General Manager shall create a record of a summary of the testimony of anyone who appears before or provides comments to the Board.

Section 12 Board of Directors

- a. Boards are usually comprised of 5 (or some other odd number) members. This way there is unlikely to be a tied vote.
- b. Board members are elected during General Elections (November of even numbered years) serve four-year terms unless appointed by the Board.
- c. Board members term end on December 31st and begin on January 1st.
- d. In order to be elected to the Board you must be a registered voters and reside within the district. In our case this is within Independence Ranch.
- e. Candidate for election/reelection must file with the county election office before the deadline which is usually at least 10 days before the November general election.
- f. Board members terms are staggered so that there is a new group (for our Board either 2 or 3 members) that are up for election every two years.
- g. The Board elects' new officers in December each year. Designated officers for the IRCSD are a President and a Vice President.

Section 13 Committees

All committees shall meet within the boundaries of Independence Ranch Community District (IRCSD) except in emergency.

a. Ad Hoc Committees

The President and/or Board shall appoint such ad hoc committees as may be deemed necessary or advisable. The duties of the ad hoc committee shall be outlined at the time of appointment, and the committee shall be considered dissolved when its final report has been made.

b. Standing Committees

The President and/or Board may create standing committees at its discretion. Standing committee shall be advisory committees to the Board

of Directors and shall not commit the IRCSD to any policy, act or expenditure. Each standing committee may consider IRCSD related issues, on a continuing basis, assigned to it by the Board of Directors. The Board of Directors shall appoint committee members.

- c. All standing committees shall be conducted as public meeting in accordance with the Brown Act. Summary notes for each meeting of each committee shall be forwarded to the Board of Directors as a public record.

Section 14 Filling a Vacancy(s) on Board of Directors

- a. The Board of Directors shall be informed immediately of the resignation or death of a member of the Board of Directors.
- b. The County elections office must be notified within fifteen (15) day of the date of the vacancy.
- c. The district shall post a notice of vacancy in at least three conspicuous places in the district at least fifteen (15) day before the Board makes an appointment.
- d. The vacancy can be filled by calling a special election through the county elections office (there are significant fees involved) or by Board appointment.
- e. If by Board appointment this must be done within sixty (60) days from the date of vacancy.
- f. The County must be notified of the Board appointment within fifteen (15) days.
- g. If the vacancy occurs within the first half of the term of office and less than one hundred thirty (130) days before the next general election then the appointed person shall serve out the entire balance of the vacancy.
- h. If the vacancy occurs within the second half of the term of office, then the appointed person shall serve out the entire balance of the vacancy.
- i. If the vacancy occurs within the first half of the term of office and more than one hundred thirty (130) days before the next general election then the appointed person shall serve until the next general election and until the newly elected person takes office.

- j. If the Board fails to take action in the sixty (60) day period, state law provides that the Board of Supervisors may appoint a successor to fill the vacancy.

Section 15 President and Vice President Elections

The election process of the President

- a. The General Manager shall declare nominations open for the Office of President.
- b. The General Manager accepts nominations from Board members.
 - A Board member may nominate more than one person,
 - A Board member may nominate themselves.
- c. Allow opportunity for nominees to make statements.
- d. Allow opportunity for other Board members to ask question of the nominee(s).
- e. Allow for public comments prior to Board vote.
- f. When there are no further nomination(s), the General Manager will close nomination.
- g. If there is more than one nomination, a vote will be taken in alphabetical order of the last name.
- h. A Board member may vote for more than one person for the position.
- i. The President is elected by a majority vote (3-vote).
- j. If a tie occurs, a run-off will be held.
- k. Following the vote the General Manager declares the President elected.

The election of the Vice President

- a. The election of the Vice President will follow the same process except the newly elected President will conduct the election

Section 16 Finances

Purpose

It is the policy of the Independence Ranch Community Services District that an annual Budget will be prepared, presented to the Board of Directors for approval and used as the guide for the district spending decisions each year.

With its approval, the Board of Directors authorizes the General Manager to plan for and take actions that are consistent with the Budget, within the limits of other Board polices. Prior to taking action that is inconsistent with either the Budget or other policies, the General Manager will raise issue for discussion and approval at a public meeting.

Procedures

- a. Funds Disbursed

Only the General Manager, Board Treasurer or Board of Directors may authorize the issuance of checks. Two authorized Board of Directors are required for the issuance of check(s) on all Independence Ranch CSD checking accounts.
- b. Check Writing Procedure
 - Checks are processed as needed or monthly.
 - Checks are entered into the IRCSD accounting system when written.
 - Checks are not to be postdated or made out for cash.
 - Voided or spoiled checks will have voided written through the check.
- c. Electronic Payment and Transfers

- Electronic banking allows for wire transfers, electronic transfers, stop payment on checks, and account balance inquiries be initiated and completed via computer or telephone.
- Wire transfers, electronic transfers, and stop payments shall be set up by the General Manager after written approval from the Board Chair and Board of Directors.
- Required documentation is needed for all transfers.
- These procedures ensure that unauthorized transfer will not be made. Procedures may vary based on the system of the banking institution.

d. Overview of the Independence Ranch CSD Account System

The financial records of IRCSD are maintained on QuickBooks Accounting Software using the accrual basis of accounting. Access to the accounting system is controlled to maintain the reliability and integrity of the data.

e. Bank Accounts

The Board of Directors may authorize by resolution the Board President, Vice President, and/or Board of Directors to establish bank accounts and set signatory authority.

- Bank accounts are established to meet the needs of the organization for separation of funds and the specific requirements of funding sources.
- A complete listing of all accounts and the account numbers shall be maintained by the General Manager
- Bank Reconciliations for each account are completed monthly by the General Manager.
- The bank statements are received by the General Manager and are reconciled monthly
- Outstanding checks more than 90 days are investigated and stop payments issued as deemed necessary by the General Manager. Replacements checks are reissued upon approval by the Board of Directors.

f. Third Party Loans

- Loans from outside sources (other agencies, banks, etc) are authorized through board action and initiated by the General Manager or other designee.
- Upon repayment of funds, the promissory note is returned to the General Manager.

g. Grants and Contracts

Contract and grant documents are reviewed by the General Manager, prior to being approved by the Board of Directors.

- The General Manager will carefully review to ensure that Independence Ranch Community Services District will be in compliance with all financial provisions.
- Original copies of signed grant(s) and contract(s) are filed in the the permanent file.
- The General Manager will maintain individual contract files containing copies of the gran/contract, any amendments, relevant correspondence regarding the grant/contract, and reports.

**INDEPENDENCE RANCH COMMUNITY SERVICES DISTRICT
RESOLUTION NO. 2-2026**

**A RESOLUTION OF THE BOARD OF DIRECTORS OF
INDEPENDENCE RANCH COMMUNITY SERVICE DISTRICT
ADOPTING BOARD BY-LAWS**

WHEREAS, The Board of Directors of the Independence Ranch Community Services District is committed to providing excellence in legislative leadership that results in the provision of the highest quality of services to its constituents.

WHEREAS, the Board of Directors deems it to be in the best interest of Independence Ranch Community Services District. To amend and restate its bylaws to ensure compliance with current governance standards and state laws.

WHEREAS, the proposed amendments were reviewed by the Board of Directors on _____.

RESOLVED, that the Amended and Restated Bylaws, attached hereto as Exhibit A, are hereby adopted, and approved.

**INDEPENDENCE RANCH COMMUNITY SERVICES DISTRICT
BOARD OF DIRECTORS' BY-LAWS**

1. OFFICERS OF THE BOARD OF DIRECTORS

- 1.1 The officers of the Board of Directors are the President and the Vice President
- 1.2 The President of the Board of Directors shall serve as chairperson at all Board meetings. The President shall have the same rights as the other members of the Board in voting, introducing motions, resolutions and ordinances, and any discussion of questions that follow said actions.
- 1.3 In the absence of the President, the Vice President of the Board of Directors shall serve as chairperson over all meetings of the Board. If the President and Vice President are both absent, the remaining members shall select one among themselves to act as chairperson for the meeting.
- 1.4 The President and Vice President of the Board shall be elected annually at the first regular meeting in December and the term of office shall commence on January 1 of the year immediately following their election.
- ~~1.5 The Board President shall appoint such standing and ad hoc committees as may be deemed necessary or advisable by himself/herself and/or the Board. The duties of the committees shall be outlined at the time of appointment.~~
- 1.6 ~~Only Independence Ranch Residents may apply.~~

2. MEETINGS

- 2.1 Regular meetings of the Board of Directors shall be held at 6:00 p.m. on the second Wednesday of each calendar month at the San Miguel Senior Center located at 601 12th Street, San Miguel, California. The date, time and place of regular Board meetings may be reconsidered by the Board at any regular meeting.
~~monthly (January-December) at a reasonable time and place determined by the Board of Directors.~~
- 2.2 Special Meetings of the Board of Directors may be called by the Board President or by a majority of the Board.
- 2.3 Members of the Board of Directors should attend all regular and special meetings of the Board unless there is good cause for their absence.
~~If a Board member misses 4 board meetings in a calendar year, automatic termination may take effect immediately. State law allows for termination if a~~

~~Board member misses three consecutive meetings. The board will vote if one member deems appropriate that a missing member is impacting the operation of the board and should be removed. A super majority is required to remove a sitting board member.~~

- 2.4 No Board action may be taken on an item not on the posted agenda; provided, however, matters deemed to be emergencies or of an urgent nature may be added to the agenda under the procedures of the Brown Act.
- 2.5 Pursuant to the Brown Act:
- a. Board Members may briefly respond to statements or questions from the public; and
 - b. Board Members may, on their own initiative or in response to public questions, ask questions for clarification, references to staff or other resources for factual information, or request staff to report back at a subsequent meeting; and
 - c. The President of the Board or a Board member in open session may take action to direct staff to place a matter on a future agenda.
- 2.6 The General Manager in cooperation with the Board President shall prepare an agenda for each regular and special meeting of the Board. Any Director may request an item to be placed on the agenda.
- 2.7 The President shall conduct all meetings in a manner consistent with the policies of the district. All comments shall be directed to the President. The President shall determine the order in which agenda items shall be considered for discussion and/or actions taken by the Board and shall announce the Board's decision on all subjects. The President shall vote on all motions except in the case of a conflict of interest. On roll call the maker of the motion shall be called first, the Board member seconding the motion shall be called second, and remainder are polled with the President voting last, unless the President made the motion or seconded the motion.
- 2.8 A majority of the Board shall constitute a quorum (3) three for the transaction of business. A majority of the Board is sufficient to do business; however, motions must be passed unanimously if only (3) three members attend. When there is no quorum for a ~~special~~ regular meeting the President, Vice President, or any

Board member shall adjourn such meeting, or if no Board member is present, the General Manager shall adjourn the meeting.

2.9 A roll call vote if required by law or contract shall be taken upon votes on ordinances and resolutions, and shall be entered in the minutes of the Board showing those Board members voting aye, voting no, and those abstaining or absent. Unless a Board member states that he/she is not voting because of a conflict of interest, his or her silence shall be recorded as an abstaining vote.

2.10 Any person attending a public meeting of the Board of Directors may record the proceedings with an audio or video recorder or a still or motion picture camera in the absence of a reasonable finding that the recording cannot continue without noise, illumination, or obstruction of view that constitutes or would constitute a disruption of the proceedings.

2.11 All video tape recorders, and/or motion picture cameras shall remain stationary and be located and operated in an unobtrusive manner when the meeting begins.

2.12 Public comment and public testimony shall be directed to the President and be limited to (3) three minutes unless extended or shortened by the President at his/her discretion.

~~2.13 Zoom meetings have been conducted in the past. Currently none are conducted as the wireless communications are unavailable.~~

3. PREPARATION OF MINUTES AND MAINTENANCE OF TAPES

3.1 The minutes of the Board shall be kept by the General Manager or Secretary of the Board and shall be neatly produced and kept in a file for that purpose, with a record of each particular type of business transaction in paragraphs with proper subheadings.

3.2 The General Manager shall be required to make record only of such business as was actually passed upon by a vote of the Board and, except as provided in Section 3.3 below, shall not be required to record any remarks of Board Members or any other person.

~~3.3 Any Director may request for inclusion into the minutes brief comments pertinent to an agenda item, but only at the meeting in which the item is discussed. or the one that includes a review of the minutes for approval by the Board of Directors.~~

- 3.4 Written material delivered to the Board at the meeting that were not contained in the Board Agenda Packets for review by the Board prior to the meeting shall be included in the meeting minutes.
- 3.5 The General Manager shall attempt to record the names and the general place of residence of persons addressing the Board, the title of the subject matter to which their remarks relate, and whether they spoke in support or opposition to such matter.
- 3.6 Whenever the Board acts in a quasi-judicial proceeding such as in assessment matters, the General Manager shall compile a summary of testimony of the witnesses.

Any electronic media of a District meeting made for whatever purpose at the direction of the district shall be subject to inspection pursuant to the California Public Records Act. District tape and film records may be erased one hundred and eighty (180) days after the taping or recording.

Agendas and Information Available ~~remove entire section in its entirety and replace~~

4. AGENDAS

- 4.1 The General Manager, in cooperation with the Board President, shall prepare an agenda for each regular and special meeting of the Board of Directors in accordance the Ralph M. Brown Act (California Government Code Section 54950). Any Director may contact the General Manager and request any item to be placed on the agenda no later than 5:00 p.m. on the day that is at least 72 hours prior to the closing of the agenda for the next meeting date (per section 4.4).
- 4.2 Any member of the public may request that a matter directly related to District business be place on the agenda of a regularly scheduled meeting of the Board of Directors, subject to the following conditions.
 - a. The request must be in writing and be submitted to the General Manager or Board Secretary together with supporting documents and information, if any, at least seven business day prior to the date of the meeting.
 - b. The General Manager shall be the sole judge of whether the public request is or is not a “matter directly related to District business.” The public member

requesting the agenda item may appeal the General Manager's decision at the next regular meeting of the Board of Directors. Any Director may request that the item be placed on the agenda of the Board's next regular meeting.

c. No matter which is legally a proper subject for consideration by the Board in closed session will be accepted under this policy.

d. The Board of Directors may place limitations on the total time to be devoted to a public request issue at any meeting, and may limit the time allowed for any one person to speak on the issue at the meeting.

4.3 This policy does not prevent the Board from taking testimony at regular and special meetings of the Board on matters which are not on the agenda which a member of the public may wish to bring before the Board. However, the Board shall not discuss or take action on such matters at that meeting.

4.4 At least 72 hours prior to the time to 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 in a place that is freely accessible to members of the public (California Government Code 54954.2 (a)(1)). The agenda shall be posted on the website for public information at the same time. All information made available to the Board of Directors (except confidential information allowed by State law per legal counsel authority) shall be available for public review prior to the board meeting.

a. The agenda for a special meeting shall be posted at least 24 hours before the meeting in the same location as for Regular Meeting agendas (California Government Code Section 54956).

5. MEMBERS OF THE BOARD OF DIRECTORS

5.1 Directors shall thoroughly prepare themselves to discuss agenda items at meetings of the Board of Directors. Information may be requested.

a. Information exchanged before meetings shall be distributed through the General Manager, and all Directors will receive all information being distributed.

b. Subject to confidential attorney/client privileged communications, copies of information distributed in Board packets for Board meetings or discussed at

Board meetings shall be available at the meeting for members of the public in attendance, and shall also be provided to anyone not presents upon their request.

- 5.2 Directors shall at all times conduct themselves with courtesy to each other, to staff, and to members of the audience present at Board meetings.
- 5.3 Directors shall defer to the chairperson for conduct of meetings of the Board, but shall be free to question and discuss items on the agenda. All comments should be succinct and confined to the matter being discussed by the Board.
- 5.4 Directors may request for inclusion into minutes brief comments pertinent to an agenda item only at the meeting that item is discussed (including, if desired, a position on abstention or dissenting vote).
- 5.5 Directors shall abstain from participation in consideration on any item involving a personal or financial conflict of interest as required by law. Unless such a conflict of interest exists, Directors should abstain from the Board's decision-making responsibilities.
- 5.6 Requests by individual Directors for substantive information and/or research will be channeled through the General Manager.

6. AUTHORITY OF DIRECTORS

- 6.1 The Board of Directors is the unit authority within the Independence Ranch Community Service District. Apart from their normal function as a part of this unit. Directors have no individual authority. As individuals, Directors may not commit to District to any policy, act or expenditure.
- 6.2 Directors do 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.
- 6.3 The primary responsibility of the Board of Directors is the formulation and evaluation of policy. Routine matters concerning the operational aspects of the district are to be delegated to professional staff members of the district.

7. DIRECTOR GUIDELINES

- 7.1 Board Members, by making a request to the General Manager, shall have access to all the information relative to the operation of the district, including but not limited to statistical information, information serving as the basis for certain

actions of Staff, justification for Staff recommendations, etc. If the General Manager cannot provide the requested information in a timely manner by reason of information deficiency, or major interruption in work schedules, work load, or priorities, then the General Manager shall inform the individual Board Member why the information is not or cannot be made available.

- 7.2 In handling complaints from residents, property owners within the district, or to members of the public, Directors are encouraged to listen carefully to the concern, but the complaint should be referred to the General Manager.
- 7.3 Directors, when seeking clarification of policy-related concerns, especially those involving personnel, legal action, land acquisition and development, finances, and programming, should confer directly with the General Manager.
- 7.4 Directors and General Manager should develop a working relationship so that current issues, concerns and District projects can be discussed comfortably and openly.
- 7.5 Directors should at all times conduct themselves with courtesy to each other, staff and to members of the audience at Board meetings.
- 7.6 Differing viewpoints are healthy towards deciding consensus. Individuals have a right to disagree with ideas and opinions without being disagreeable. Once the Board of Directors votes to take an action, Directors should not interfere with the actions as approved.
- 7.7 When responding to constituent request and concerns the Directors should respond to individuals in a positive manner and route their questions to the General Manager.
- 7.8 Directors are responsible for monitoring the districts progress in attaining its goals and objectives.

8. DIRECTOR COMPENSATION

- 8.1 Directors of Independence Ranch Community Service District offer their services on a voluntary basis. Directors waive compensation for attendance at each regular, adjourned or special meeting of the Board.
- 8.2 Each Board Member is entitled to reimbursement for their reasonable expenses incurred in the performance of the duties required or authorized by the Board. Reimbursement will require an expense statement with receipts and approval at a regular Board meeting.

9. BOARD BY-LAW REVIEW POLICY

- 9.1 Subject to 2.5 the Board By-law policy shall be reviewed annually at the first (1) regular meeting in February. The review shall be provided by the General Manager and ratified by Board action.

10. RESTRICTIONS ON RULES

- 10.1 The rules contained herein are guideline only and shall govern the Board in all cases to which they are applicable, and in which they are not inconsistent with County, State or Federal Laws.

On motion of Director _____, seconded by _____
And on the following roll call vote, to wit:

Ayes:
Noes:
Absent:
Abstain:

The foregoing resolution is hereby adopted this _____ day of February, 2026