

CD Governance & Accountability Part 1



Outline

- CD Board Responsibilities

- Members
- Compensation
- Ethics
- Nepotism
- Chair, clerk & treasurer

- Meetings

- Open & closed meetings
- Public hearing
- Emergency meetings
- Minutes
- Notice
- Agendas



Board Members

- Board members may not be full or part time district employees.
- Board members may not contract with the district to provide services.
- There is an exemption for rural areas.
(See the *CD Governance & Accountability Manual*.)
- CD board members are called “Supervisors” and are elected to serve 4 year terms.
- It is policy of the UCC that CDs maintain a full 5 member board and that a vacancy is filled in a timely manner.



Board Member Responsibilities

- The conservation district act reads: *“board of supervisors shall elect a chair from among their number, and may elect other officers ...that the board considers necessary.”*
- In addition to a chair, the UCC encourages each district to appoint at least a vice chair and a treasurer from the board and to appoint or hire a clerk.
- Chair – see later slide
- Clerk – see later slides
- Treasurer – see later slides
- Entire Board:
 - Approve all expenditures
 - Set a maximum budget over which purchases may not be made without the board’s approval
 - At least quarterly review all expenditures authorized by the financial officer.
 - A CD with an expenditure budget of less than \$50,000 per year shall also have a member of the governing board sign all checks.



Board Member Compensation

- It is policy of the UCC that if the funds for board member compensation come from CD generated revenue then the CD must have a district compensation policy and the funds be part of the district's budget process.
- May not exceed \$5,000 annually
 - This applies to all compensation funds whether they come from the CD or the UCC SERA program.
- Annual limit does not include non time expense reimbursements such as travel, meeting registrations or miscellaneous purchases for district projects.



Fiduciary Responsibility

- The fiduciary duty is a legal relationship between two or more parties (most commonly a “fiduciary” or “trustee” and a “principal” or “beneficiary”).
- The fiduciary relationship is highlighted by good faith, loyalty and trust.
- It is a fiduciary duty to recognize potential conflicts of interest and avoid anything that could even appear as a conflict of interest.



Fiduciary Relationship Examples

<u>Fiduciary/Trustee</u>	<u>Principal/Beneficiary</u>
District Board Member	Constituents/Tax payers District employees Legislators
Association Officer	Members
Manager	Supervisors Employees
Parent	Children

Ethics & Nepotism

- Ethics prohibit the acceptance and solicitation of gifts, compensation or loans by an elected official; it also deals with conflicts of interest.
 - Elected officials may accept an occasional gift having a value of \$50 or less.
 - A conflict of interest may be allowed as long as full and proper disclosure is made.

- Nepotism means that no public official may employ, appoint, vote for, or recommend a relative for employment.

(See the Governance & Accountability Manual for information on who is considered a relative and exceptions to this requirement.)



Confidentiality & Conflict of Interest

- To ensure confidentiality:
 - Be aware that it is your responsibility to protect confidential information revealed during discussions, proposals, or negotiations



- To address actual or potential conflicts of interest:
 - An elected official must publicly declare a conflict of interest prior to discussion, recommendation, vote or other official action on an issue.
 - The declaration must be recorded in the minutes.
 - The supervisor with the conflict of interest must refrain from participating in discussion and official action.

What Districts Expect from Employees

- Teamwork and excellence
- Professional conduct
- Code of ethics
- Cost consciousness
- Attendance and punctuality
- Appropriate personal appearance



Chair Responsibilities

- Provide leadership for developing agendas, conducting meetings and fulfillment of district's duties.
- Assure governance and accountability for district compliance with Utah Code and federal law, including annual training on the requirements of Utah Open and Public Meetings law.

Who May Be District Clerk?

- May not also be the Treasurer.
- May not also be the Chairman.
- May or may not be a board member.



District Clerk Responsibilities

- Attend meetings and keep a record of the proceedings.
- Maintain the financial records and present a financial report to the board at least quarterly.
- Prepare district checks after determining the following:
 - The claim was properly authorized.
 - The claim does not over expend the budget.
 - The claim was approved in advance.



Who May Be District Treasurer

- May not also be the chairman of the board.
- May not also be the district clerk.
- May or may not be a board member.



Treasurer Responsibilities

- Custodian of district funds
 - Receive and deposit funds.
 - Keep an accurate account of all monies received & issue receipts.
 - Sign district checks.
 - *“In special districts with an expenditure budget of less than \$50,000 per year, a member of the governing board shall also sign all checks.”*
(UCA 17A-1-439(2)(b))
 - Determine that sufficient funds are available to honor the check.



Open & Public Meetings – *Utah Code 52-4*

- In an effort to help ensure that meetings are conducted openly, *Utah Code* requires that members of the board are provided with annual training on the requirements of this law.
- Open meeting
 - When the majority of a governing board, including CDs, meets to discuss or act upon a matter for which they have responsibility.
 - Includes:
 - Workshops
 - Executive Sessions
 - Does not include:
 - Chance Meetings
 - Social Meetings



Public Hearing

- A **portion of an open meeting** at which members of the public are provided **reasonable opportunity to comment** on the subject of the hearing.
- Required when a CD adopts a budget.



Emergency Meetings

- Meeting called to discuss an **urgent** matter due to **unforeseen** circumstances.
 - Give the best notice practicable of the time, place and topics to be considered.
 - Attempt to contact all board members.
 - A majority of the board members must approve the meeting.



Closed Meetings

Per *Utah Code 52-4* all CD meetings shall be open to the public, except for discussion of the following:

- the character, competence or health of an individual;
- deployment of security personnel, devices or systems;
- collective bargaining issues;
- pending or reasonably imminent litigation;
- purchase, exchange, lease, or sale of real property, if such discussion prevents the district from completing a transaction on the best possible terms; or
- investigative proceedings regarding allegations of criminal misconduct.



Closed Meeting

- No resolution, contract, or appointment may be approved in a closed meeting.
- Closed meetings may be held only upon the affirmative vote of two-thirds of board members present at a public meeting.
- No board action may be taken in closed meeting.



Closed Meetings

- If closed to discuss the:
 - character, competence or health of an individual OR
 - the deployment of security personnel, devices, or systems,the person presiding must **sign a sworn written statement** affirming that the sole purpose for closing the meeting was to discuss these issues.
- No recorded or written minutes are required.

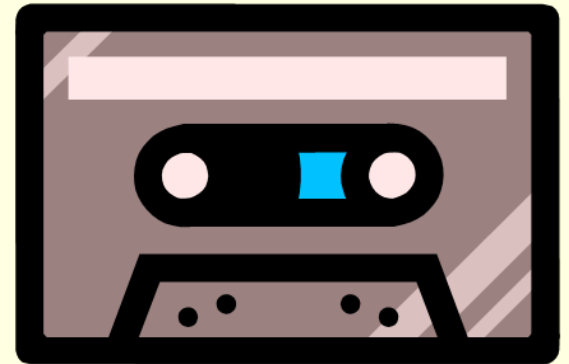


Closed Meeting

For ALL other closed meetings regardless of budget or requirements for open meetings:

- the board must audio record the closed portion of the meeting and
- may keep detailed written minutes.

(See *Utah Code 52-4-206*)



Meeting Minutes

- In accordance with UCC policy, all CDs must have written minutes of their open meetings.
 - Exception:
 - a site visit or traveling tour where no vote or action is taken.
 - Events shall be summarized and recorded in the minutes of the meeting that follows that event.
- Written minutes and an audio recording are required for districts with annual budgets over \$50,000.
- Written minutes must be submitted annually to the Utah Conservation Commission.
- Audio recordings must be kept by the district for one year.



Meeting Minutes

- Open meeting minutes are public records.
- Minutes kept only by recording must be converted to written minutes within a reasonable time.
- **Only written minutes shall be evidence of the official action taken at meetings.**
- Closed meeting recordings and minutes are protected records.



Content of Minutes

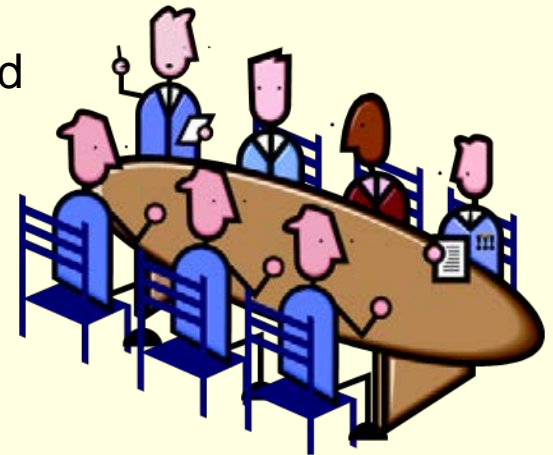
Open meeting minutes shall include the:

- date, time and place of the meeting;
- names of board members present and absent;
- substance of all matters proposed, discussed, and decided;
- votes taken by individual board members;
- names of each person who upon recognition by the presiding officer, provided testimony and the substance in brief of their testimony or comments;
- any other information that any board member requests to be entered in the minutes.



Closed Meeting Minutes

- When a meeting is closed, the following must be publicly announced and entered on the minutes of the open meeting at which the closed meeting was approved:
 - the reason for holding the closed meeting;
 - the location where the closed meeting will be held;
 - and the vote of each member, either for or against the motion.
- The recorded and any written minutes of a closed meeting shall include the:
 - date, time and place of the meeting;
 - names of board members present and absent;
 - names of all others present except where the disclosure would infringe on the confidentiality necessary for the original purpose of closing the meeting.



Meeting Notice Requirements

- All CDs should hold regular meetings and the board shall give public notice at least once a year of its meeting schedule.
 - Include dates, time and place
- If regular meetings are not held, the board shall give at least 24 hours notice.
 - Specify date, time and place
- The board shall give at least 24 hours notice of meeting agendas.



Notice Requirements – Public Meeting vs. Public Hearing

Requirement	Public Meeting	Public Hearing
Media	Must <u>notify</u> at least one newspaper of general circulation within the district's boundaries, or a local media correspondent. The district does not need to pay for this notice if the newspaper chooses not to publish the notice.	Must <u>publish</u> notice in at least one issue of a newspaper of general circulation in which the district is located. If the newspaper requires payment to publish the notice, then the district must pay the fee. If a newspaper of general circulation is not available, then post written notice in three public places within the district.

Notice Requirements – Public Meeting vs. Public Hearing

Requirement	Public Meeting	Public Hearing
Posting	Post written notice at the principal office of the public body, or if no such office exists, at the building where the meeting is to be held.	(Same as Regular Meeting)
Number of days	At least 24 hours before meeting.	At least 7 days prior to hearing.

Utah Public Notice Website

- Beginning on April 1, 2008, notice of open meetings and agendas must be posted on the Utah Public Notice website.
- This is in addition to all other notice requirements.
- Districts with annual budgets less than \$1 million are encouraged, but not required to post notice on the website.
 - For more information on the website and how to use it:
<http://archives.utah.gov/PNWManual2008.pdf>
 - To access the Utah Public Notice website:
<http://pmn.utah.gov>



Agendas

Agenda requirements:

- Provide reasonable specificity to notify the public of topics to be considered.
- Each topic shall be listed under an agenda item.
- Board may discuss a topic raised during an open meeting that was not on the agenda, but may not take final action during that meeting.



Conducting Public Meetings

- It is recommended that districts adopt and follow procedures for conducting meetings, particularly regarding official action by the board.
- Many districts find that using Robert's Rules of Order (or a modified version) is useful for conducting meetings.
- A sample District Meeting Motion Policy is shown at right.

