

GLENN GROUNDWATER AUTHORITY  
720 N. Colusa Street, Willows, CA 95988  
Telephone: 530-934-6501

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EXECUTIVE COMMITTEE AGENDA BACKUP MATERIALS

MEETING DATE: May 8, 2018

AGENDA ITEM 1: CALL TO ORDER

The Chairperson will call the meeting to order.

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AGENDA ITEM 2: PERIOD OF PUBLIC COMMENT

Members of the public are encouraged to address the GGA Executive Committee on items relevant to the GGA that are not on the agenda. Public comments are limited to no more than 5 minutes. No action may be taken on public comments.

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AGENDA ITEM 3: \* DISCUSS AND CONSIDER APPROVAL OF MEETING SCHEDULE

GGA Board of Directors generally meet monthly on the 2<sup>nd</sup> Mondays. Three meeting schedule options are presented below. Adjustments to the options or another option may be presented at the meeting. Meeting dates should be chosen that facilitate communication, direction, and recommendations between the Executive Committee and the Board of Directors. The committee should consider if meetings will be held monthly, bi-monthly, or quarterly.

**GGA Executive Committee Meeting Schedule Options  
May 8, 2018**

<b>Option 1 4th Wednesdays at 9:30 AM</b>			<b>Option 2 4th Wednesdays at 2:00 PM</b>			<b>Option 3 4th Thursday at 2:00 PM</b>		
A- Monthly	B- Bi-Monthly	C- Quarterly	A- Monthly	B- Bi-Monthly	C- Quarterly	A- Monthly	B- Bi-Monthly	C- Quarterly
5/23/2018			5/23/2018			5/24/2018		
6/27/2018	6/27/2018		6/27/2018	6/27/2018		6/28/2018	6/28/2018	
7/25/2018		7/25/2018	7/25/2018		7/25/2018	7/26/2018		7/26/2018
8/22/2018	8/22/2018		8/22/2018	8/22/2018		8/23/2018	8/23/2018	
9/26/2018			9/26/2018			9/27/2018		
10/24/2018	10/24/2018	10/24/2018	10/24/2018	10/24/2018	10/24/2018	10/25/2018	10/25/2018	10/25/2018
11/28/2018			11/28/2018			11/22/2018 (Thanksgiving)*		
12/26/2018	12/26/2018		12/26/2018	12/26/2018		12/27/2018	12/27/2018	

\*Suggest 5th Thursday November 29

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AGENDA ITEM 4: DRAFT CONFLICT OF INTEREST CODE

- a. Review and Discuss Draft Resolution to Adopt Conflict of Interest Code.
- b. Provide direction to Program Manager as necessary

The Draft Conflict of Interest Code was released for public comment on April 23, 2018. The comment period will close June 7, 2018. The Board of Directors will consider any comments received and potential approval of the Conflict of Interest Code at the meeting following the close of the comment period. The Draft Resolution to Adopt the Conflict of Interest Code is attached for review and discussion.

**DRAFT RESOLUTION NO. 2018-**

**RESOLUTION OF THE GLENN GROUNDWATER AUTHORITY  
ADOPTING A CONFLICT OF INTEREST CODE**

WHEREAS, the Sustainable Groundwater Management Act (SGMA) was signed into law on September 16, 2014 and adopted as California Water Code, section 10720, et. seq.; and

WHEREAS, the Glenn Groundwater Authority (GGA) was formed as a joint powers authority pursuant to Government Code section 6500, et. seq., by agencies that qualify to be groundwater sustainability agencies (Members); and

WHEREAS, Article 10 of the of the GGA Bylaws requires the Authority to adopt an ethics policy as well as a conflict of interest code as required and as provided by the implementing regulations of the Political Reform Act; and

WHEREAS, Valerie C. Kincaid, Counsel to the GGA, has been working with the FPPC, as the Code reviewing body, to prepare a Conflict of Interest Code for the Authority; and

WHEREAS, the Glenn Groundwater Authority, at their [DATE] [Special or Regular] Board Meeting, voted to recommend that the GGA adopt the Code as presented.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the GGA that the attached Conflict of Interest Code (Attachment 1) be adopted.

Moved by Director \_\_\_\_\_, seconded by Director \_\_\_\_\_, that the foregoing resolution be adopted. Upon roll call, the following vote was had:

Ayes:           Directors  
Noes:           Directors  
Absent:         Directors

The Chair declared the resolution \_\_\_\_\_

I, \_\_\_\_\_, Chair of the Board of Directors of the GLENN GROUNDWATER AUTHORITY, do hereby CERTIFY that the foregoing is a full, true and correct copy of a resolution duly adopted at a regular meeting of said Board of Directors held the \_\_\_\_\_ day of \_\_\_\_\_, 2018.

\_\_\_\_\_  
\_\_\_\_\_, Chair, Board of  
Directors

Glenn Groundwater Authority

ATTEST: \_\_\_\_\_, Secretary  
Glenn Groundwater Authority

DRAFT

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AGENDA ITEM 5: DRAFT ETHICS POLICY AND RESOLUTION TO ADOPT ETHICS POLICY

- a. Review and discuss Draft Ethics Policy and Resolution to Adopt Ethics Policy
- b. Provide direction to Program Manager as necessary.

Adoption of an Ethics Policy is required by the Political Reform Act. A Draft Ethics Policy and Draft Resolution to Adopt Ethics Policy are attached for discussion. The Draft Ethics Policy could be presented to the Board of Directors for their consideration at the same meeting as the Draft Conflict of Interest Code.

**GLENN GROUNDWATER AUTHORITY**  
**ETHICS POLICY**

It is the policy of the Glenn Groundwater Authority (Authority) that its employees, officers and board members uphold the highest standards of ethical, professional behavior. To that end, these employees, officers and board members shall dedicate themselves to carrying out the mission of this Authority and shall:

- 1) Hold paramount the safety, health and welfare of the public in the performance of professional duties.
- 2) Act in such a manner as to uphold and enhance personal and professional honor, integrity and the dignity of the profession.
- 3) Treat with respect and consideration all persons, regardless of race, religion, gender, sexual orientation, maternity, marital or family status, disability, age or national origin.
- 4) Engage in carrying out the Authority's mission in a professional manner.
- 5) Collaborate with and support other professionals in carrying out the Authority's mission.
- 6) Build professional reputations on the merit of services and refrain from competing unfairly with others.
- 7) Recognize that the chief function of the Authority at all times is to serve the best interests of its constituency.
- 8) Accept as a personal duty the responsibility to keep up to date on emerging issues and to conduct themselves with professional competence, fairness, impartiality, efficiency, and effectiveness.
- 9) Respect the structure and responsibilities of the Board of Directors, provide them with facts and advice as a basis for their making policy decisions, and uphold and implement policies adopted by the Board of Directors.
- 10) Keep the community informed about issues affecting groundwater in the Glenn Groundwater Authority.
- 11) Conduct organizational and operational duties with positive leadership exemplified by open communication, creativity, dedication, and compassion.

- 12) Exercise whatever discretionary authority they have under the law to carry out the mission of the Authority.
- 13) Serve with respect, concern, courtesy, and responsiveness in carrying out the Authority's mission.
- 14) Demonstrate the highest standards of personal integrity, truthfulness, honesty, and fortitude in all activities in order to inspire confidence and trust in such activities.
- 15) Avoid any interest or activity that is in conflict with the conduct of their official duties.
- 16) Respect and protect privileged information to which they have access in the course of their official duties.
- 17) Strive for personal and professional excellence and encourage the professional developments of others.

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**DRAFT RESOLUTION NO. 2018-\_\_\_\_\_**

**RESOLUTION OF THE GLENN GROUNDWATER AUTHORITY  
ADOPTING AN ETHICS POLICY**

WHEREAS, the Sustainable Groundwater Management Act (SGMA) was signed into law on September 16, 2014 and adopted as California Water Code, section 10720, et. seq.; and

WHEREAS, the Glenn Groundwater Authority (GGA) was formed as a joint powers authority pursuant to Government Code section 6500, et. seq., by agencies that qualify to be groundwater sustainability agencies (Members); and

WHEREAS, Article 10 of the of the GGA Bylaws requires the Authority to adopt an ethics policy as well as a conflict of interest code as required and as provided by the implementing regulations of the Political Reform Act; and

WHEREAS, the Glenn Groundwater Authority, at their (date) [Special or Regular] Board Meeting, voted to recommend that the GGA adopt the Policy as amended.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the GGA that the attached Ethics Policy (Attachment 1) be adopted.

Moved by Director \_\_\_\_\_, seconded by Director \_\_\_\_\_,  
that the foregoing resolution be adopted. Upon roll call, the following vote was had:

Ayes:           Directors  
Noes:           Directors  
Absent:         Directors

The Chair declared the resolution \_\_\_\_\_

I, \_\_\_\_\_, Chair of the Board of Directors of the GLENN GROUNDWATER AUTHORITY, do hereby CERTIFY that the foregoing is a full, true and correct copy of a resolution duly adopted at a regular meeting of said Board of Directors held the \_\_\_\_\_ day of \_\_\_\_\_, 2018.

\_\_\_\_\_, Chair, Board of Directors  
Glenn Groundwater Authority

ATTEST: \_\_\_\_\_, Secretary  
Glenn Groundwater Authority

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AGENDA ITEM 6: ANNUAL AUDITS

- a. Discuss requirements for Annual Audits.
- b. Provide direction to Program Manager as necessary.

Annual audits are required. The Program Manager will provide information relating to annual audits for discussion and direction. The Executive Committee may provide a recommendation to the Board of Directors in the future.

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AGENDA ITEM 7: BYLAWS

- a. Discuss and review Draft Bylaws.
- b. Provide direction to Program Manager as necessary.

Bylaws were originally discussed at the September 13, 2017 Board of Director's meeting at which time it was decided to postpone development of bylaws until legal counsel was selected. Subsequently, bylaws were discussed at the January 8, 2018 Board of Directors meeting. It was decided that the Executive Committee would be assigned the task of developing draft bylaws for the Board's discussion, modification, and final approval. Draft bylaws are attached for discussion.

**BYLAWS FOR THE**

**GLENN GROUNDWATER AUTHORITY**

**ADOPTED [DATE]**

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## **PREAMBLE**

These Bylaws are adopted and effective as of June xxx, 2017, pursuant to the Joint Exercise of Powers Agreement Establishing the GLENN GROUNDWATER AUTHORITY (Agreement).

## **ARTICLE 1. THE AUTHORITY**

1.1 **NAME OF AUTHORITY.** The name of the Authority created by the Agreement shall be the GLENN GROUNDWATER AUTHORITY (Authority).

1.2 **OFFICE OF AUTHORITY.** The principal physical office of the Authority shall be at the 720 NORTH COLUSA STREET, WILLOWS, CA 95988, and the principal mailing address shall be the same, or at such other location as the Board may designate by resolution.

1.3 **POWERS.** The powers of the Authority shall be as set forth in Article 3 of the Agreement.

## **ARTICLE 2. BOARD OF DIRECTORS**

2.1 **BOARD OF DIRECTORS.** The Authority shall be governed by a Board of Directors (Board) as set forth in Article 4 of the Agreement.

### **2.2 PROCEDURE FOR APPOINTMENT OF BOARD MEMBERS**

2.2.1 **Appointment.** Each Member Authority is responsible for appointing a Board Member and an Alternate Board Member, pursuant to its own procedures and authorities.

2.2.2 **Notification.** Each Member shall notify the Authority when it appoints or changes its Board Member and/or Alternate Board Member.

## **ARTICLE 3. BOARD MEETINGS**

3.1 **MEETINGS.** The Board shall hold at least one (1) regular meeting each calendar quarter, or as often as the Board deems necessary, on the second Monday of the month, at 1:30 PM, at 720 NORTH COLUSA STREET, WILLOWS, CA 95988, or as set forth in the meeting agenda. Special meetings of the Board may be called by the Chair or any four directors by written request. Board meetings shall be conducted in compliance with all applicable laws, and as further

specified herein. Meeting agendas shall be posted in compliance with the requirements of the Ralph M. Brown Act.

3.2 QUORUM. In determining a quorum as defined by Section 4.5 of the Agreement, Alternate Directors attending meetings shall not be counted as part of any meeting quorum unless such Alternate Director is formally representing an absent appointed Director.

3.3 ORDER OF BUSINESS. In general, at the regular meetings of the Board, the following will be the order of business:

3.3.1 Call to Order.

3.3.2 Roll Call.

3.3.3 Approval of Minutes of the Previous Meeting.

3.3.4 Public Comment Period.

3.3.5 Staff Updates.

3.3.6 Agenda Items, including any appropriate combination of consent items, regular business items, public hearing items or closed session items.

3.3.7 Comments from the Board.

3.3.8 Adjournment.

3.4 ACTION BY THE BOARD. Action by the Board on all resolutions or ordinances shall be taken using a roll-call vote and shall be recorded in writing, signed by the Chair, and attested to by the Secretary. All other actions of the Board shall be by motion recorded in written minutes. The Chair shall announce the results of the vote including the names of the Directors, if any, voting in the minority.

3.5 RULE OF ORDER. All rules of order not otherwise provided for in these Bylaws shall be determined, to the extent practicable, in accordance with "Rosenberg's Rules of Order;" provided, however, that no action of the Board shall be invalidated or its legality otherwise

affected by the failure or omission to observe or follow "Rosenberg's Rules of Order."

#### **ARTICLE 4. OFFICERS**

4.1 OFFICERS. The Officers of the Authority are the Chair, Vice-Chair, and Secretary, as provided for in Article 4.3 of the Agreement. All Directors are eligible to serve as an Officer. The Chair and the Vice Chair must be Directors.

4.2 ELECTION OF OFFICERS. At the first meeting of the Board, nominations for the Officers will be made and seconded by a Director. Officers shall be elected by a supermajority as defined in Article 4.7 of the Agreement. The initial term of the elected Officers shall run from the date of their election to until June 30 the following year. Thereafter, each Officer shall serve a term of one year, running from July of the elected year and ending June 30 the following year. An Officer may succeed himself/herself and may serve any number of consecutive or non-consecutive terms.

4.3 REMOVAL OF OFFICERS. An Officer may be removed, with or without cause, by a majority vote of the Board at a regular or special meeting.

4.4 VACANCIES. Any vacancy in the offices because of death, resignation, removal, disqualification, or any other cause will be filled for the balance of the vacated term in the manner prescribed in these Bylaws for appointments to that office; provided, however, that such vacancies may be filled at any regular or special meeting of the Board.

4.5 RESIGNATION OF OFFICERS. Any Officer may resign at any time by giving written notice to the Board Chair or Secretary. Any resignation takes effect at the date of the receipt of that notice or at any later time specified in that notice. Unless otherwise specified in that notice, the acceptance of the resignation is not necessary to make it effective.

#### 4.6 RESPONSIBILITIES OF OFFICERS.

4.6.1 Chair of the Board. The Chair of the Board shall preside at meetings of the Board and exercise and perform such other powers and duties as may be assigned to him/her by the Board or prescribed by these Bylaws. The Chair shall have the power to enforce meeting decorum and rules of order consistent with Rosenberg's Rules of Order, unless overruled by a majority of the Board.

4.6.2 Vice-Chair of the Board. The Vice-Chair of the Board shall fulfill all the duties of the Chair in his/her absence and exercise and perform such other powers and duties as may be assigned to him/her by the Board.

4.6.3 Secretary. The Secretary shall perform duties assigned by the Board, such duties shall include, but not be limited to, the following:

- i. Book of Minutes. Keep or cause to be kept, at the principal executive office of the Authority or such other place as the Board may direct, a book of minutes of all meetings and actions of Directors and Committees of the Authority, with the time and place of holding the meeting, whether regular or special, and, if special, how authorized, the notice given, the names of those present and absent at such meetings and the proceedings of such meetings. Minutes will be in the form of Action Minutes and a meeting summary.
- ii. Notices and Other Duties. Prepare, give, or cause to be given, notice of, and agendas for, all meetings and/or hearings of the Board and committees of the Authority.
- iii. Exercise and perform such other powers and perform such other duties as may be assigned to him/her by the Board.

## **ARTICLE 5. BOARD COMMITTEES, WORKING GROUPS, AND ADVISORY COMMITTEES**

5.1 BOARD COMMITTEES. The Board may establish temporary or permanent Board Committees composed entirely of Directors to facilitate the conduct of its work. Temporary Board Committees will have a specific charge and operational duration not to exceed six months and are not subject to the Brown Act unless they include more than six Directors as Committee members. Permanent Committees will be given a specific role and regardless of the number of Directors appointed shall be subject to compliance with the Brown Act. All Board Committees will provide regular updates to the full Board about their activities and the progress of their work.

5.2 WORKING GROUPS. Informal working groups may be formed from time to time to provide opportunities for a small subset of Directors to work with staff on specific planning,

analytical, or community engagement activities. Such working groups will have a defined area as the focus for its work and may function for a duration of up to six months, and may include such membership as needed to accomplish the objectives for which the working group was created.

5.3 ADVISORY COMMITTEES. Pursuant to Section 13 of the Agreement, the Board may establish one or more advisory committees to assist in carrying out the purposes and objectives of the Authority.

5.3.1 In establishing an Advisory Committee, the Board shall provide specific direction to the Committee as to its charge, expected duration for completion of its charge, and a summary of the resources, including staff or consultant support available to the Committee in performing its work.

5.3.2 Advisory Committee membership and appointments shall be at the Board's discretion based on creating the membership needed to meet the purpose for which the Advisory Committee was created.

5.3.3 Any advisory committee shall exercise such powers as may be delegated to it, except that no committee may:

- i. Take any final action on matters which, under the Agreement, require approval through a vote of the Board;
- ii. Amend or repeal the Bylaws or adopt new Bylaws;
- iii. Amend or repeal any resolution of the Board; or
- iv. Appoint any other committees of the Board or the members of these committees.

5.3.4 Advisory committees shall meet at the call of their respective committee chairs. All advisory committee meetings shall be conducted in accordance with the Ralph M. Brown Act (California Government Code sections 54950 et seq.). Minutes of committee meetings shall be recorded and upon approval shall be distributed to the Board.

## **ARTICLE 6. AUTHORITY ADMINISTRATION, MANAGEMENT AND STAFFING**

6.1 COLLABORATIVE MANAGEMENT. Except for the Authority 's Treasurer function, Authority administration and management will be conducted using a collaborative staffing model in which the professional and technical staff of the member agencies work together to provide staff leadership, management and administration of the Authority .

6.1.1 Staffing for Development of GSA and GSP. Both staff from the Agreement member agencies and other professional and technical staff from the member agencies will be involved in providing staff support for the Authority. In addition, to the extent the Authority decides necessary, it may hire outside consultants and/or employ staff.

6.2 ADMINISTRATOR. The Administrator of the Authority shall be the chief administration officer of the Authority and shall be responsible for the proper and efficient administration of the Authority. Subject to such supervisory powers as may be given by the Board, the Administrator shall generally supervise, direct, and control the business and the employees of the Authority.

6.2.1 The Board has appointed a staff member of the Glenn County as Administrator and will reimburse the County for the staff's services for the Authority. Reimbursement will include necessary staff time as well as the purchase and maintenance of any necessary materials and/or equipment required by the Administrator in order to complete the work.

6.2.2 Duties of the Administrator. The Administrator shall 1) develop agendas and staff reports for Board packets; 2) bring pertinent issues to the attention of the Board; 3) prepare and present a proposed budget to the Board and control the approved budget; 4) appoint, direct and remove employees of the Authority; 5) implement and manage contracts and agreements approved by the Board, and 6) perform such other and additional duties as assigned by the Governing Board.

6.3 TREASURER. The Treasurer shall be the depository and have custody of all the money of the Authority from whatever source, and shall provide strict accountability of said funds in accordance with Government Code Sections 6505 and 6505.5. The Treasurer shall possess the powers of, and shall perform those functions required by Government Code Sections 6505, 6505.5, and all other applicable laws and regulations, including any subsequent amendments thereto.

6.3.1 The Board has appointed a Glenn County Treasurer as the acting Treasurer of the Authority and will reimburse the County for the staff's services for the Authority. Reimbursement will include necessary staff time as well as the purchase and maintenance of any necessary materials and/or equipment required by the Treasurer in order to complete the work.

6.3.2 Treasurer's Duties. Particularly, the Treasurer shall perform, but not be limited to, the following duties:

i. Books of Account. Keep and maintain, or cause to be kept and maintained, adequate and correct books and records of accounts of the properties and business transactions of Authority, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings, and other matters customarily included in financial statements. The books of account will be open to inspection by any Director at all reasonable times.

ii. Deposit and Disbursement of Money and Valuables. Consistent with the provisions of Article 5.7 of the Agreement, deposit all money and other valuables in the name and to the credit of the Authority within such depository funds and accounts as may be designated by the Board; disburse the funds of the Authority as may be ordered by the Board; and render to the Board, whenever requested, an account of all of his/her transactions as Treasurer and of the financial condition of the Authority.

iii. On a quarterly basis provide the Directors with a Treasurer's report that includes a bank reconciliation report on cash, summary of revenue and expenditure activity to date for the current fiscal year.

iv. Exercise and perform such other powers and perform such other duties as may be assigned to him/her by the Board.

6.4 STAFFING STRATEGY REVIEW UPON COMPLETION OF THE GROUNDWATER SUSTAINABILITY PLAN. The collaborative staffing model for the Authority will be reviewed and revised as needed. In particular, the performance of the collaborative staffing model in

meeting the Authority's needs and the proposed role of the Authority in developing the GSA and GSP will be considered when determining the potential future staffing needs of the Authority.

## **ARTICLE 7. FINANCES**

7.1 DEPOSIT AND DISBURSEMENT OF FUNDS. All funds of the Authority shall be deposited in one or more depository accounts as may be designated by the Board. Such accounts shall be independent of any account owned by or exclusively controlled by any of the Members. No disbursements of such funds shall be made unless the disbursements have been approved in the annual operating budget, or otherwise specifically approved by the Board. All disbursements shall be by check. Disbursements of not more than five thousand dollars (\$5,000) may be issued pursuant to the Treasurer's sole signature. Disbursements in excess of five thousand dollars (\$5,000) may only be issued upon the signature of the Treasurer and Chair, or in the Chair's absence, the Vice-Chair. The Treasurer may establish and implement a protocol allowing for electronic signatures by the Chair or Vice-Chair in order to facilitate efficient operation of the Authority.

7.2 BUDGET. The Authority shall operate pursuant to an operating budget to be adopted prior to the beginning of each new fiscal year that runs from July 1 to June 30 of each year. The Authority shall endeavor to operate each year pursuant to an annually balanced budget so that projected annual expenses do not exceed projected annual revenues. Budget adjustments to the annual budget shall be reviewed and acted upon by the Board at a regularly or specially scheduled Board meeting occurring after January 1 of each calendar year. The Board may take action to amend the budget at other times if circumstances require more immediate action.

7.3 FUNDING. The Authority budget shall be funded by Member commitments reflected in the Initial Funding and Administrative Service Agreement, which is Exhibit E to the Agreement. However, the Board intends to develop a long term funding plan to fund the Authority after the Initial Funding and Administrative Service Agreement expires.

## **ARTICLE 8. DEBTS AND LIABILITIES**

The debts, liabilities and obligations of the Authority are not and will not be the debts, liabilities or obligations of any or all of the Members. However, nothing in this Article or in the Agreement prevents, or impairs the ability of, a Member or Members, from agreeing, in a separate agreement, to be jointly and/or severally liable, in whole or in part, for any debt,

obligation or liability of the Authority, including but not limited to, any bond or other debt instrument issued by the Authority.

## **ARTICLE 9. RECORDS RETENTION**

9.1 MAINTENANCE OF THE AUTHORITY RECORDS. The Authority will keep:

9.1.1 Adequate and correct books and records of account; and of the Board.

9.1.2 Minutes in written form of the proceedings of its Board, and committees, and advisory committees, if any.

9.1.3 All such records will be kept at the Authority's principal office.

9.2 RECORDS RETENTION POLICY AND SCHEDULE. The Board may review and adopt a Records Retention Policy and Schedule that specifies the retention period of different categories of materials. Implementation of this Policy will be the responsibility of Authority staff.

9.3 INSPECTION RIGHTS.

9.3.1 Any Member may inspect the accounting books and records and minutes of the proceedings of the Board and committees of the Board, at any reasonable time, for a purpose reasonably related to such person's interest.

9.3.2 Any inspection and copying under this Section may be made in person or by an agent or attorney or the entity entitled thereto and the right of inspection includes the right to copy.

9.4 MAINTENANCE AND INSPECTION OF AGREEMENT AND BYLAWS. The Authority will keep at its principal executive office the original or copy of the Agreement and these Bylaws as amended to date, which will be open to inspection by the Authority or any Member at all reasonable times during office hours.

9.5 INSPECTION BY DIRECTORS. Every Director has the absolute right at any reasonable time to inspect all non-confidential books, records, and documents of every kind and the physical

properties of the Authority. This inspection by a Director may be made in person or by an agent or attorney, and the right of inspection includes the right to copy and make extracts of documents.

#### **ARTICLE 10. ETHICS AND CONFLICTS OF INTEREST**

The Authority shall be subject to the conflict of interest rules set forth in the Political Reform Act (commencing with Section 81000 of the Government Code of the State of California) and Sections 1090 et seq. of the Government Code of the State of California, and the Authority shall adopt an ethics policy as well as a conflict of interest code as required and as provided by the implementing regulations of the Political Reform Act.

#### **ARTICLE 11. AMENDMENT**

These Bylaws may be amended from time to time by resolution of the Board duly adopted upon majority vote of the Board at a regular or special meeting of the Board; provided, however, that no such amendment shall be adopted unless at least thirty (30) days written notice thereof has previously been given to all members of the Board. Such notice shall identify the Article to be amended, the proposed amendment, and the reason for the proposed amendment.

#### **ARTICLE 12. DEFINITIONS AND CONSTRUCTION**

Unless specifically defined in these Bylaws, all defined terms shall have the same meaning ascribed to them in the Agreement. If any term of these Bylaws conflicts with any term of the Agreement, the Agreement's terms shall prevail, and these Bylaws shall be amended to eliminate such conflict of terms. Unless the context or reference to the Agreement requires otherwise, the general provisions, rules of construction, and definitions in the California Civil Code will govern the construction of these Bylaws.

GLENN GROUNDWATER AUTHORITY  
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AGENDA ITEM 8: POTENTIAL DEVELOPMENT OF AN AGREEMENT WITH COLUSA GROUNDWATER AUTHORITY TO DESCRIBE COOPERATION BETWEEN THE AGENCIES

- a. Discuss potential development of Agreement with Colusa Groundwater Authority describing cooperation.
- b. Provide direction to Program Manager as necessary.

Discussion should take place on coordination efforts with the Colusa Groundwater Authority. It would be beneficial to develop a coordination agreement, or similar agreement to describe cooperation between the agencies for Groundwater Sustainability Plan development, Proposition 1 grant fund and technical support activities, SGMA implementation, and similar items. Recommendations for coordination and development of an agreement should be brought to the Board of Directors at a future meeting.

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AGENDA ITEM 9: PROGRAM MANAGER UPDATES

The Program Manager will provide brief activity updates. Reminders and/or clarifications may also be made at this time.

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AGENDA ITEM 10: DISCUSS POTENTIAL ITEMS TO BE ADDED TO THE MAY 14, 2018 GGA BOARD MEETING AGENDA

Members of the Executive Committee are encouraged to discuss potential items they wish to add to the May 14, 2018 GGA Board of Directors meeting for discussion. This does not limit or ensure inclusion of agenda items for the May 14, 2018 Board meeting.

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AGENDA ITEM 11: EXECUTIVE COMMITTEE MEMBER REPORTS AND COMMENTS

Members of the Executive Committee are encouraged to share information, reports, comments, and suggest future agenda items. Action cannot be taken on items brought up under this item.

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AGENDA ITEM 12: NEXT MEETING

The next meeting will be discussed under Item 3.

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AGENDA ITEM 13: ADJOURN

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