RESOLUTION NO. 2026-09

ADOPTING A REVISED CONFLICT OF INTEREST CODE

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MID-PENINSULA WATER DISTRICT

WHEREAS, pursuant to Resolution No. 76-27, dated November 18, 1976, the District adopted a Conflict of Interest Code as required by the Political Reform Act of 1974; and

WHEREAS, the District subsequently amended/revised and adopted the Code as follows, pursuant to:

- Resolution No. 2026-09 dated March 26, 2026;
- Resolution No. 2022-16 dated July 28, 2022;
- Resolution No. 2020-22 dated July 23, 2020;
- Resolution No. 2015-19 dated October 22, 2015;
- Resolution No. 2014-17 dated October 23, 2014;
- Resolution No. 2010-03 dated August 26, 2010;
- Resolution No. 2008-03 dated August 28, 2008;
- Resolution No. 2002-16 dated August 22, 2002; and

WHEREAS, California Government Code Section 87306.5 requires that the District review its Conflict of Interest Code every even-numbered year and revise it if necessary; and

WHEREAS, the General Manager has reviewed the current Conflict of Interest Code and determined that revisions are necessary to update the list of designated positions subject to disclosure requirements; and

WHEREAS, the revisions include adding the position of Superintendent and removing the positions of Assistant General Manager, Management Advisor, and Chief Financial Officer from the list of designated positions; and

WHEREAS, the District Counsel and General Manager recommend adopting the revised Conflict of Interest Code.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Mid-Peninsula Water District that the revised Conflict of Interest Code hereby is adopted, in the form presented to the Board of Directors; and

BE IT FURTHER RESOLVED that the General Manager is directed to transmit a copy of the revised Conflict of Interest Code to the County Clerk of the Board of Supervisors of the County of San Mateo.

REGULARLY PASSED AND ADOPTED this 26th day of March 2026 by the following vote:

AYES: 5
NOES: Ø
ABSTENTIONS: Ø
ABSENCES: Ø

Board President

ATTEST:

District Secretary

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BOARD OF DIRECTORS
RULES OF THE BOARD

The Mid-Peninsula Water District ("District" or "MPWD") Board of Directors ("Board") recognizes that the effectiveness of the District depends on the trust and confidence of the community it serves. As public officials, members of the Board are committed to upholding the highest standards of integrity, accountability, and transparency in the conduct of District business. Establishing clear guidelines for the conduct of Board members provides a strong foundation for responsible governance and helps ensure that decisions are made in the best interest of the public. These Rules of the Board are intended to provide guidance on the roles, responsibilities, and expectations of Board members and to promote professionalism, ethical conduct, and public trust.

The Board ~~of Directors ("Board")~~ of ~~the Mid-Peninsula Water District ("~~MPWD ~~" or "District")~~ hereby adopts these Rules of the Board ("Rules") to govern its proceedings pursuant to Section 30530 of the California Water Code.

~~These Rules are designed solely to facilitate the handling by the Board of its own affairs. These Rules are not intended, and shall not be construed, to create procedural or substantive rights in any person who is not a member of the Board in the event an action is taken by the Board in a manner that may depart from, or be inconsistent with, these Rules.~~

1. OFFICERS OF THE BOARD OF DIRECTORS

1.1 Board members are obligated to uphold the Constitution of the United States and the Constitution of the State of California. Board members will comply with applicable laws regulating their conduct, including conflicts of interest, financial disclosure and open government laws. (Government Code Section 1360; Article 20, Section 3 of the California Constitution.)

~~1.1~~1.2 The officers of the Board of Directors are the President and Vice President.

~~1.2~~1.3 The President of the Board of Directors shall serve as presiding officer at all Board meetings. The President shall have the same rights as the other members of the Board with regard to voting, introducing motions, resolutions, and ordinances, and participating in any discussion.

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~~1.3~~1.4 In the absence of the President, the Vice President of the Board of Directors shall serve as presiding officer over the Board meeting. If the President and Vice President are both absent, the remaining members shall select one among themselves to act as presiding officer for the meeting.

~~1.4~~1.5 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 immediately upon election and continue for one year or until replaced.

~~1.5~~1.6 The President or their designee shall sign all contracts for the procurement of equipment, supplies, materials or services when the amount to be paid by the District exceeds the spending limits or authority delegated to the General Manager.

~~1.6~~1.7 The President shall have power to appoint directors to standing and advisory committees of the Board and to designate the chairperson of such committees. With Board approval, the President shall also have power to appoint directors to serve as the representative of the District to all other groups and organizations, except in cases of appointments that the law requires be made by action of the full Board.

~~1.7~~1.8 The President shall have such other powers and duties as shall be designated by the Board.

~~Compliance With The Brown Act~~

~~All regular and special meeting shall be open and public as required by the Ralph M. Brown Act ("Brown Act").~~

1.9 ~~The members of the Board of Director, and persons elected but who have not yet assumed office as members of the Board, will fully comply with the provisions of the State's open meeting law for public agencies (the Brown Act). (Government Code Sections 54950 and following, and 54952.1 and 54959.)~~

2. MEETINGS

2.1 ~~All regular and special meetings shall be open and public as required by the Ralph M. Brown Act ("Brown Act").~~ All regular and special meeting shall be open and public as required by the Ralph M. Brown Act ("Brown Act") and the members of the Board will comply with the Brown Act. (Government Code Sections 54950 et. seq.) Regular meeting agendas must be posted a minimum of 72 hours in advance of the meeting. Special meeting agendas must be posted a minimum of 24 hours in advance of the meeting. Agendas will be posted: in the lobby of the MPWD offices, ~~3 Dairy Lane, in Belmont, California;~~ outside of the MPWD office building, ~~;~~ and on the District's website.

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2.2 Regular meetings of the Board of Directors shall commence at 6:30PM on the fourth Thursday of each calendar month at the MPWD offices~~, 3 Dairy Lane, in Belmont, California~~ unless otherwise directed by the Board of Directors. The schedule is typically adjusted for the months of August, November, and December.

2.3 Members of the Board of Directors shall attend all regular and special meetings of the Board unless there is good cause for their absence.

2.4 A majority of the total membership of the Board shall constitute a quorum for the transaction of MPWD business. A majority of the total membership of the Board is sufficient to do business; however, motions must be passed unanimously if only three Board members are in attendance. When there is no quorum for a regular meeting, the President, Vice President, or any Board Member shall adjourn such meeting, or, if no Board Member is present, the District General Manager shall adjourn the meeting.

2.5 A roll call vote shall be taken upon votes on ordinances and resolutions (unless such resolutions are on the consent agenda) and any other matters that may be requested by a majority of the Board members, 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 they are not voting because of a conflict of interest and ~~steps down from the dais~~removes themself from the room prior to the discussion of the item, his or her silence shall be recorded as an abstention and a vote of abstention shall be recorded as an abstention.

3. AGENDAS

3.1 The General Manager, in consultation with the Board President and Vice President, shall prepare an agenda for each regular and special meeting of the Board of Directors. Any Board Member may contact the General Manager and request an item to be placed on the regular meeting agenda no later than 4:30PM two (2) weeks prior to the meeting date. ~~The General Manager shall establish an MPWD policy to guide staff in the preparation of meeting agendas.~~

3.2 Public comments on agenda items should be held until the appropriate item is called. Public comment shall be directed to the President of the Board and limited to three (3) minutes unless extended or shortened at the President's discretion. Board members may briefly respond to public comments, however, a discussion should not occur.

3.3 Those items on the MPWD agenda that~~, which~~ are considered to be of a routine and non-controversial nature, are placed on the CONSENT

AGENDA. These items shall be approved, adopted, and accepted by one motion of the Board of Directors. For example, approval Minutes, approval of Expenditures, minor budgetary items, status reports, contracts for budgeted items, and routine MPWD operations.

A. Board Members may request that any item listed under CONSENT AGENDA be removed from the CONSENT AGENDA, and the Board will then take action separately on that item. Members of the public will be given an opportunity to comment on the CONSENT AGENDA; however, only a member of the Board of Directors can remove an item from the CONSENT AGENDA. Items, which are removed ("pulled") by a Board Member for discussion, will typically be heard after other CONSENT AGENDA items are approved~~ unless the President orders an earlier or later time~~.

B. A Board Member may ask questions on any item on the CONSENT AGENDA. When a Board Member has a minor question for clarification concerning a CONSENT AGENDA item, which will not involve extended discussion, the item may be discussed for clarification and the questions will be addressed along with the rest of the CONSENT AGENDA. Board Members are encouraged to seek clarifications prior to the meeting, if possible.

C. When a Board Member wishes to pull a CONSENT ITEM simply to register a dissenting or abstaining vote, the Board Member shall inform the presiding officer that they wish to register a dissenting or abstaining vote without discussion. These items will be handled along with the rest of the CONSENT AGENDA, and the District Administrative Services Manager or Secretary (hereinafter referred to as "Secretary") will register a "NO" or "ABSTAIN" vote in the minutes.

4. PREPARATION OF MINUTES AND MAINTENANCE OF RECORDINGS

4.1 The Secretary shall arrange for minutes of each Board meeting to be prepared. Such minutes need not include the text of ordinances and resolutions adopted, which shall be recorded in separate volumes by the Secretary. Such minutes are intended to be a brief summary of discussion and Board action, and shall not be a verbatim transcript of the meeting. Minutes shall reflect roll call votes on all motions approving ordinances and resolutions and the dissenting votes of any director(s) on other motions.

4.2 Written materials delivered to the Board at the meeting that were not contained in the Board agenda packet for review by the Board prior to the meeting shall not be included in the meeting minutes.

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4.3 The Secretary shall attempt to record the names and general place of residence of persons (if voluntarily provided) addressing the Board, the title of the subject matter to which their remarks related, and whether they spoke in support or opposition to such matter.

4.4 Whenever the Board acts in a quasi-judicial proceeding, such as in assessment matters, the Secretary shall compile a summary of the testimony of the witnesses.

4.5 Any electronic media of an MPWD meeting made for whatever purpose at the direction of the MPWD shall be subject to inspection pursuant to the California Public Records Act. MPWD tape and film records may be erased ninety (90) days after the taping or recording, or as provided in MPWD's record retention policy, which policy shall control.

5. COMMITTEES

5.1. Standing Committees. The Board may create standing committees that have continuing jurisdiction over a particular subject matter, or a set meeting schedule.

5.2. Ad Hoc Committees. The President on his or her own initiative, may create ad hoc committees to undertake special assignments on behalf of the Board. An ad hoc committee shall exist until its special assignments are completed or it is disbanded by the President of the Board.