

DEPARTMENT OF WATER AND POWER  
OF THE CITY OF LOS ANGELES

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RULES OF THE BOARD OF  
WATER AND POWER COMMISSIONERS

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CHAPTER I  
MEETINGS

1. Regular meetings of the Board of Water and Power Commissioners of the City of Los Angeles (hereinafter referred to in these rules as the “Board”) shall be held at 111 North Hope Street, Room 1555-H, Los Angeles, California, on the second and fourth Tuesday of each month at 10:00 a.m., or as soon thereafter as a quorum is present.

If at any time any regular meeting of the Board falls on a day designated as a holiday (other than a special or limited holiday), by or in accordance with the provisions of the Government Code of the State of California, such regular meeting shall be held on the next business day.

The Board may adjourn any regular, adjourned regular, special, or adjourned special meeting to a time and place specified in the motion or order of adjournment. Less than a quorum may so adjourn from time to time. If all of the members are absent from any regular or adjourned regular meeting, the Board Secretary (Secretary) may declare the meeting adjourned to a stated time and place, and the Secretary shall cause a written notice of adjournment to be given in the same manner as provided for special meetings unless such notice is waived as provided for special meetings.

A copy of the motion, order, or notice of adjournment shall be conspicuously posted by the Secretary on or near the door of the place where the regular, adjourned regular, special, or adjourned special meeting was held within 24 hours after the time of the adjournment. When a regular or adjourned regular meeting is adjourned as provided herein, the resulting adjourned regular meeting is a regular meeting for all purposes. When an order of adjournment of any meeting fails to state the hour at which the adjourned meeting is to be held, it shall be held at the hour specified for regular meetings.

Any hearing being held, or noticed or ordered to be held, by the Board at any meeting may by order or notice of continuance be continued or recontinued to any subsequent meeting in the same manner and to the same extent as set forth in the preceding paragraph for the adjournment of meetings; provided, that if the hearing is continued to a time less than 24 hours after the time specified in the order or notice of hearing, a copy of the order or notice of continuance of hearing shall be posted by the Secretary immediately following the meeting at which the order or declaration of continuance was adopted or made, and shall remain posted until the next regular meeting date of the Board.

2. A special meeting may be called at any time by the President, or, if the President is absent from the City or is otherwise unable to act, by the Vice President, or by a majority of the members of the Board.

3. The Secretary shall prepare and deliver written notice of such meeting above provided upon order of the President, the Vice President, or a majority of the members of the Board as the case may be, to each member of the Board and to each local newspaper of general circulation, radio or television station requesting such notice in writing. Such notice may be delivered personally or via electronic mail, or by any other means, at least 24 hours before the time of such meeting as specified in the notice. The call and notice shall specify the time and place of the special meeting and the business to be transacted. The Board shall consider no other business at such meeting. Such written notice shall be waived for any member who is actually present at the meeting at the time it convenes.

## CHAPTER II OFFICERS OF THE BOARD

4. The officers of the Board shall be a President and a Vice President.

5. The President shall preside at all meetings of the Board and, in the event of the President's absence from any meeting, the Vice President shall preside. In the event of the absence of both the President and the Vice President from any meeting, the immediate past President shall preside, or immediate past Vice President if the immediate past President is absent, or the Commissioner with the longest tenure on the Board if no present or former Board Officers are present.

6. The President and the Vice President shall be elected by the Board from among its members during the last meeting in July of each year. The President and the Vice President shall hold office for one year and until their respective successors are elected.

7. Vacancies in the office of President or Vice President shall occur by resignation, or when the incumbent ceases to be a member of the Board. The Board shall fill, for the unexpired term, any vacancy occurring in the office of President or Vice President.

CHAPTER III  
SECRETARY, ASSISTANT SECRETARY, ACTING SECRETARY, AND  
CHIEF ACCOUNTING EMPLOYEE

8. Pursuant to Section 504 the City Charter, the Board shall appoint a Secretary and a Chief Accounting Employee.

9. The Secretary shall:

- (a) keep a record of the proceedings and transactions of the Board, specifying therein the names of the Commissioners present at each meeting and giving the ayes and noes upon all votes;
- (b) post or publish all orders, resolutions, notices, and agendas which the Board shall order to be posted or published or as required by law;
- (c) keep records, convenient for reference, of all resolutions, petitions, communications, and other matters introduced or presented to the Board, together with a complete record of each action thereon by the Board and by any of its committees;
- (d) act as Executive Secretary to the Board and as coordinator between the Board and the general management of the Department of Water and Power (hereinafter referred to in these rules as the "Department");
- (e) act as representative of the Board in contacts with the public;
- (f) receive communications and reports from the general management of the Department, and organize and summarize all material for proper presentation to the Board and to standing and special or ad hoc committees;

- (g) act as the official channel through which shall pass all petitions, protests, and complaints addressed to the Board or to individual members of the Board by the public;
- (h) transmit to the general management of the Department specific communications or complaints from the Board or from the general public;
- (i) perform such other duties as are or may be imposed upon the Secretary by the Charter of the City of Los Angeles, the law of the State of California, or by the order of the Board;
- (j) refer items to the Board of Referred Powers upon advice of the City Attorney;
- (k) anything herein to the contrary notwithstanding, refer matters involving questions of the management or operation of the physical facilities and services furnished by the Department, however addressed or presented, directly to the General Manager;
- (l) furnish to each member of the Board prior to each regular meeting of the Board a written memorandum of each matter previously referred by the President and Secretary, or either of them to the General Manager, and upon which no report or other disposition has been made;
- (m) furnish to each member of the Board prior to each regular meeting of the Board, a written list of outstanding requests for information made by Commissioners to management; and
- (n) transmit material passed by the Board to the City Council for approval, review, or such other action as may be required.

10. There shall also be an Assistant Secretary who shall have full power to act in the place of the Secretary in case of the Secretary's absence or other inability to act. An Acting Secretary may be appointed by the Board with full power to act in the event of the absence or other inability to act of the Secretary and the Assistant Secretary.

11. In accordance with Section 504 (b) of the City Charter, the Chief Accounting Employee of the Department shall authenticate warrants and demands drawn against funds under the control of the Department, and perform such other duties as imposed upon him or her by the Charter, by ordinance, or by the Board.

The Board may from time to time appoint an employee of the Department as Acting Chief Accounting Employee, who shall have full power to act in the place of the Chief Accounting Employee in case of the latter's absence or other inability to act.

#### CHAPTER IV ORDER OF BUSINESS

12. The Secretary shall prepare an agenda for regular meetings of the Board, setting forth the items of business to be considered at such meetings, including all matters that the President shall direct the Secretary to include therein for the Board's consideration. The Secretary shall furnish copies of such agenda to each member of the Board, to the Office of the Mayor, the Council of the City of Los Angeles, the City Attorney, the General Manager, and such other employees of the Department designated by the General Manager. The Secretary shall provide sufficient additional copies of the agenda for distribution to the public attending the regular Board meeting. Copies of the agenda shall be made available to members of the public at least 72 hours prior to each regular Board meeting and in compliance with the Ralph M. Brown Act.

#### CHAPTER V PRESENTATION OF MATTERS TO THE BOARD

13. All matters to be submitted or presented to the Board by the Department shall be delivered to the Secretary who shall place such matters on the agenda for consideration by the Board. The Secretary shall transmit such matters along with accompanying reports and presentations to each member of the Board.

14. In addition to matters submitted for inclusion on the agenda by the Department, the agenda shall also include:

- (a) Any matter as so requested by the Board President; and
- (b) Any motion presented by a Commissioner, and duly seconded, at a previous Board meeting.

15. The fully executed original Board transmittal letters with all required processing copies and related documents shall be delivered to the Secretary by 12:00 noon six working days prior to the Board meeting. Effective January 1, 2021, any Board transmittal letters for the approval of contracts (including contract

extensions) shall be agendized for a Board meeting at least 60 days before the proposed effective date of the contract in order to provide the Board adequate time for consideration. Any Board transmittal letters not meeting this timing requirement will require approval of the President prior to being placed on the agenda. In requesting such approval, the Department shall set forth the reason for the inability to comply with this rule.

16. Upon recommendation of the General Manager, and approval of the President or Vice President of the Board, items of an urgent or emergency nature which came to the attention of the Department after the posting of the agenda may be brought before the Board at any time prior to adjournment. Such urgency items shall be presented to all members of the Board and to the Secretary in writing for consideration after a finding by two-thirds vote (four members) of the Board, or by unanimous vote if two-thirds of the Board is not present, that the need to act on such matter being submitted arose subsequent to the posting of the Board's agenda.

17. All forms of resolutions or agreements presented to the Board for action shall be first approved, as to both form and legality, by the City Attorney. Such approved resolutions and agreements may then be presented to the General Manager or his designee for transmittal to the Board accompanied by a written recommendation signed by the General Manager or such other person authorized by the General Manager to do so.

18. Any individual member or group of the general public, desiring to address the Board orally, shall complete a City of Los Angeles Speaker Card to make such desire known to the Secretary, with such request to be heard marked with the date of the meeting; the agenda item number; if the comments are in support, opposition, or general as they relate to the item; the speaker's name and address; and if the speaker is representing someone else as a paid consultant. Paid lobbyists must complete the required disclosure of their client's name, phone number, and address. Speaker Cards submitted by a group shall specify the approximate number of individuals desiring to speak, the approximate length of time desired, and a reasonably comprehensive statement of the subject matter upon which they desire to speak. The Secretary shall communicate such request to the person presiding over the meeting of the Board, and such person or a majority of the Board may designate a time at which such individual or individuals may be heard. If action on any matter upon which a member of the public desires to be heard shall have already been taken by the Board before the time so designated, all reasonable requests for reconsideration of such action shall be given due consideration.

19. Anything in these rules to the contrary notwithstanding, any individual member or group of the general public, is hereby given permission to address the Board orally at any meeting at that point on the agenda designated as an opportunity for the public to speak on items of interest to the public within the subject matter jurisdiction of the Board (known as the General Public Comment period); provided that no such individual or group of individuals may interrupt any Board member or other speaker with questions, comments, or otherwise, until after other discussion upon the same subject has been concluded; and provided further that if any such individual or group of individuals should so interrupt, and if any member of the Board objects to such interruption, such individual or group of individuals may be excluded from the Board Room, unless such objection is overruled by the vote of at least three members of the Board.

It shall be the duty of the Presiding Officer, and of the members of the Board, to see to it that the provisions of this rule are strictly enforced.

#### CHAPTER VI QUORUM, ATTENDANCE, MOTIONS, AND VOTING

20. Three members of the Board shall constitute a quorum for the transaction of business.

21. Action by the Board, including direction to the General Manager, shall be taken by order or resolution adopted by at least three of its members and recorded in the minutes with the “Yes” or “No” at length. Such action shall be attested by the signature of the Secretary.

Where such will not be inconsistent with Charter-prescribed duties, or prohibited by law, a member of the Board, or of a committee thereof, who is present when a question is put to that board or committee shall vote on that question at the call of the roll thereon. In the event such member fails to affirmatively vote either “yes” or “no,” that member will be deemed to have voted “yes,” and the member’s vote will be spread as such upon the record. Any motions to amend agenda items then under consideration may be oral.

22. Commissioners seeking to introduce motions for action, including those providing direction to the General Manager (as opposed to routine information/report to the General Manager) or having the Department otherwise take action, shall present the proposed motion in writing to the Secretary during the

time so designated on the Board agenda. The Secretary shall provide copies of the motion to the other Commissioners, and at that time, the moving Commissioner may read the proposed motion and request that the motion be seconded. If there is a second, the motion will be placed on the agenda of the next scheduled Board meeting for consideration. The President shall have the discretion to permit the introduction of motions at times other than the time designated on the agenda and to make determinations whether Commissioners' request are for routine information/reports.

## CHAPTER VII COMMITTEES

23. The standing committees of the Board shall be the following:

- (a) Audit Committee;
- (b) Investment Committee; and
- (c) Personnel Relations Committee.

Each standing committee may be composed of two or more members, one of whom shall be Chair. Committees with more than two members shall be designated as the "Board of Water and Power Commissioners' Meeting as the" (subject Committee) since such a committee constitutes a quorum of the Board. The President may establish additional standing committees, special committees, and ad hoc committees as the President deems necessary.

Regular meetings of each standing committee shall be held when called by the Chair of the Committee at 111 North Hope Street, Los Angeles, California, at the room location stated on the agenda and at the date and time designated by the Chair, or as soon thereafter as a quorum is present. Two members of each standing committee shall constitute a quorum for the transaction of business.

24. In addition to the above-referenced standing committees, the Inyo County and City of Los Angeles Long-Term Water Agreement, which became an order of the Court in the *City of Los Angeles; Department of Water and Power of the City of Los Angeles v. Board of Supervisors of the County of Inyo, et al.*, Inyo County Superior Court Case No. 12908, established the Inyo County/ Los Angeles Standing Committee and requires that two Board members serve on that committee on an ongoing basis.



25. Standing committee members, including members on the Inyo County/Los Angeles Standing Committee, and the Chair thereof shall be appointed by the President. Such appointments shall remain in effect from the date of their appointments until the end of the term of the President by whom they were appointed and until their several successors shall have been appointed and qualified. Any vacancies on committees created by resignation, death, or expiration of membership on the Board shall be filled by the President by appointment. Special and ad hoc committees and their respective Chairs, may be appointed or discharged from time to time by the President unless a resolution creating such special or ad hoc committee provides a different method of appointment or discharge.

26. Any matter submitted to the Secretary for presentation to the Board, in respect of which preliminary attention by a standing committee or committees seems necessary or desirable, may be presented to such committee or committees by the President or the Secretary.

27. Each standing committee of the Board shall consider and report on each matter referred to it within a reasonable time after such referral. Each special or ad hoc committee shall, as soon as conveniently practicable after its appointment, meet and report on the matter or matters referred to it.

28. A committee, whether standing, ad hoc, or special, required to report upon any matter referred to it, shall report the facts in relation thereto, together with its findings thereon. No such report shall be received as the report of the committee except the same be concurred in by all of the members of the committee, provided, however, that each member of said committee may submit a separate report.

CHAPTER VIII  
BOARD REPRESENTATION ON  
THE BOARD OF ADMINISTRATION OF THE WATER AND POWER  
EMPLOYEES' RETIREMENT PLAN

29. Pursuant to Charter Section 1104(c), the Board shall select one of its members as an *ex officio* member, and appoint one retired Department employee as a member of the Board of Administration of the Water and Power Employees' Retirement Plan.

30. The Board shall fill by appointment vacancies on said Board of Administration occurring among the *ex officio* Board and retired employee members.

31. The Board shall prescribe the rules and regulations governing the holding of elections of the elected members of said Board of Administration to be elected by the contributing members of said Plan.

#### CHAPTER IX EXECUTION OF INSTRUMENTS

32. All contracts to be entered into by or on behalf of the Department shall be first approved in writing, as to both form and legality, by the City Attorney, and shall thereupon be presented to the Board. All such contracts as shall be authorized by the Board shall be executed by and in the name of the Department acting through the Board and shall be signed by the President, or the Vice President, or the General Manager, or such person as the General Manager shall designate in writing, and by the Secretary, Assistant Secretary, or the Acting Secretary; and all faithful performance bonds shall be approved by the President or the Vice President, or the General Manager, or such person as the General Manager shall designate in writing.

#### CHAPTER X MISCELLANEOUS PROVISIONS

33. The roll call of the members of the Board shall be in alphabetical order.

34. All minutes, after their approval, shall be attested by the signatures of the President or Vice President, or two members of the Board, and by the signature of the Secretary, Assistant Secretary, or Acting Secretary.

35. Except as otherwise provided by the Charter of the City of Los Angeles or by these rules, proceedings of the Board shall conform to, and be governed by the most currently revised Robert's Rules of Order, and it shall be the duty of the President or of the member of the Board at the time presiding at any meeting thereof to adhere to and enforce such rules of order as well as the rules herein set forth.

36. A representative of the City Attorney's Office, the General Manager or their authorized representative, shall attend all meetings of the Board and give necessary information, assistance, and advice.

37. The Ratepayer Advocate, established under Section 683 of the City Charter, shall be permitted to participate fully in the open session meetings of the Board. The Ratepayer Advocate, shall also generally be permitted to participate in Closed Session meetings, except for personnel matters relating to Department staff, General Manager evaluations pursuant to the Charter, and any other matters which the President may designate a closed session item for "Commissioners Only."

38. Any committee, standing, ad hoc, or special, may require the attendance of any officer or employee of the Department at any of its meetings.

39. No member of the Board shall engage in any ex parte communication with any bidder or proposer or representative of a bidder or proposer, who has responded to a notice inviting bids or proposals on any matter as to which the Board may be asked to award a contract.

#### CHAPTER XI AMENDMENT AND SUSPENSION OF RULES

40. These rules may be amended by a vote of three members of the Board.

41. These rules, or any one or more thereof, may, by a vote of three members of the Board, be suspended either for the period of the meeting at which suspension is effected, or in respect of any specific matter or matters to be considered at such meeting.