



# Agenda Report

**TO:** CCCSWA BOARD OF DIRECTORS  
**FROM:** PAUL MORSEN, EXECUTIVE DIRECTOR  
KENT ALM, GENERAL COUNSEL  
**DATE:** SEPTEMBER 16, 2009

**SUBJECT: CLARIFICATION OF POLICY AND PROCEDURES REGARDING “BOARD OF DIRECTORS RULES AND PROCEDURES,” CHAPTER 14**

## SUMMARY

The CCCSWA’s Board of Directors Rules and Procedures (hereinafter the Rules) spell out the procedures for the Board and its meetings in the conduct of Authority business. Among the procedures, Chapter 14 sets forth compensation in the amount of “\$50.00 per meeting for the meetings of the Central Contra Costa Solid Waste Authority.” Chapter 14 further limits each Board member to a maximum compensation per month of \$100.00. While the Rules state that compensation will be provided “for meetings” of the Authority, the Rules do not specifically refer to Regular Board Meetings, Special Board Meetings or Committee Meetings. At their Meeting of April 30, 2009, the Board asked staff to propose changes to or clarification of the Rules that would make clear which meetings are eligible for compensation. **At the Board’s request, this matter was held over from the July meeting; staff was asked to research the history of amendments to the Rules and Procedures and advise the Board. The results of that research are set forth under the Discussion section of this report and printed in bold face type.**

## RECOMMENDED ACTION

1. Board Consideration and potential motion to approve changes to Chapter 14 of The CCCSWA Board of Directors Rules and Procedures to read: “The Central Contra Costa Solid Waste Authority shall compensate Board Members \$50.00 per meeting for Regular Board Meetings, Special Board Meetings and Committee Meetings of the Central Contra Solid Waste Authority. Maximum compensation shall be \$100.00 per month per member.”

## DISCUSSION

Past Practice of the CCCSWA has been to provide compensation to the Board Members for Regular and Special Meetings of the Board but not for committee meetings. The Rules provide for compensation to be provided for meetings of the Authority but the language is silent on committee meetings—it does not differentiate between the types of meetings that are held.

Adoption of the proposed language in the Rules will allow for compensation to be provided for noticed committee meetings as well as regular and special meetings.

**In response to the Board's request for information regarding amendments to the Rules and Procedures over the years, records indicate that the document was adopted by the Board in 1990 and amended in 1992 and 1996. The two amendments dealt with stating the duties of the Finance Committee, public comment at Board Meetings, agenda accessibility to the public and a change from "Interim Executive Director" to the current title of "Executive Director" in the section that allows mail addressed to the Board to be handled by the Executive Director. The wording in Chapter 14 has remained unchanged since the initial adoption of this document in 1990.**