

# North Santa Clara Resource Conservation District

## District Director Policy

### I. GENERAL PROVISIONS

- A. Governance. The North Santa Clara Resource Conservation District (“District”) is an independent special district of the State of California. The District is regulated by Division 9 of the Public Resources Code (“Division 9”) and is governed by a Board of Directors (“Board”) consisting of five (5) members. The Board of Directors (“Board”) for the North Santa Clara Resource Conservation District (“District”) consists of five members (each a “Director”) of the Board. As the governing body of the District, the Board reviews and approves District policies.

The Board has delegated to the Executive Director (“ED”) the authority to conduct the District’s day-to-day business. Acting under this delegation, the ED is responsible for establishing administrative and operating procedures, ensuring that the District functions efficiently and effectively, and implementing the policies and direction set by the Board. The ED reports directly to the Board. The Board has also designated the ED to serve in the separate role of Board Clerk.

- B. Purpose of the Policy. Division 9 sets forth the minimum qualifications and the selection process for Directors. The purpose of this policy is to set out Director roles and responsibilities in order to promote consistent and effective governance of the District.
- C. Policy Revisions. The Board reviews District policies for compliance with applicable laws and regulations, as recommended by the Executive Director. Any Director or the ED may make recommendations for changes to a policy at any time, but all policy changes require approval by the Board.
- D. Statement of Non-Discrimination. It is the policy of this District The District conducts its business on a non- discriminatory basis, without regard to race, religious creed, caste, color, national origin, ancestry, physical disability, mental disability, medical condition, genetic information, marital status, sex, gender, gender identity, gender expression, age, sexual orientation, reproductive health decisionmaking, or military and veteran status. (as those terms are defined by the California Fair Employment and Housing Act -- Government Code Sections 12900-12996).

### II. DIRECTOR RESPONSIBILITIES

- A. Qualifications. Directors shall certify to the District they meet the following qualifications set forth in Division 9 prior to assuming their seat on the Board of Directors:

1. Be a registered voter in the state (Section 9352(a)); and
  2. Reside within the district and either own real property in the district or alternatively have served, pursuant to the district's rules, for two years or more as an associate director providing advisory or other assistance to the board of directors, or (b) be a designated agent of a resident landowner within the district (Section 9352(b)).
  3. Have a demonstrated interest in soil and water conservation (Section 9314(c)).
  4. Take the oath of office (Section 9354).
- B. Avoidance of Conflicts. Board Members will adhere to the District's Conflict of Interest Policy, which means, in part, they will not:
1. Directly or indirectly use or attempt to use the authority or influence of his or her position to intimidate, threaten, coerce, command or influence any other person for the purpose of preventing such person from acting in good faith to bring to the attention of the Executive Director or the Board any information that, if true, would constitute: a work-related violation by a Board Member or District employee of any law or regulation, gross waste of District funds, gross abuse of authority, a specified and substantial danger to public health or safety due to an act or omission of a District official or employee, use of a District office or position or of District resources for personal gain, or a conflict of interest of a District Board Member or District employee.
  2. Ask or require a District employee to perform services for the personal benefit or profit of a Board Member or employee.
- C. Desired Attributes.
1. Support the goals and objectives of the District.
  2. Be tolerant and respectful of those who express different viewpoints from one's own.
  3. Commit to providing diversity in Board, staff, and volunteers.
  4. Provide specialized skills that support the mission of the District and its staff.
  5. Have specific knowledge of and/or experience in natural resource issues.
- D. Duties.
1. Participate in Board meetings. The office of Director becomes vacant upon "His or her ceasing to discharge the duties of his or her office for the period of three consecutive months, except when prevented by sickness, or when absent from the state with the permission required by law." To ensure full participation and avoid automatic disqualification, Directors are expected to meet the following standards of participation:
    - a. Attend at least 75% of Board meetings each calendar year.
    - b. Miss no more than two (2) consecutive Board meetings without it being considered an excused absence.

2. Guide and Support the ED. The Board will provide guidance in the following ways:
  - a. Delegate tasks to the ED.
  - b. Provide policy direction and instructions to the ED on matters within the authority of the Board.
  - c. Address with matters within the authority of the ED through the ED, except as it pertains to the functions of the District Counsel.
  - d. Disclose to the ED, to the extent not expressly prohibited by law, improper activities within their knowledge. Board members will not interfere with the ED’s responsibilities in identifying, investigating, and correcting improper activities, unless the Board determines the ED is not able to or properly carrying out these responsibilities.
3. Participate on District committees, if appointed by the President or Board.
4. Participate in outside meetings or events on behalf of the District, when designated to do so by the President, the Board or the ED.
5. Review meeting packets, meet with the ED, and/or conduct independent research on agenda items in order to be prepared and informed prior to taking action.
6. Participate in strategic planning for the District.
7. Provide fiduciary oversight of the District by reviewing budgets, financial reports and audits.
8. Adhere to the Brown Act, the Conflict of Interest Code, and District policies while conducting District business.
9. Complete mandated trainings, reports and forms in a timely manner.
10. Attend trainings and workshops relevant to the District’s mission to stay up to date with current issues.

### III. ADDITIONAL PROVISIONS

Authority. Directors are not authorized to make agreements, contracts, or representations to any party, organization, or government agency on behalf of the District unless specifically authorized to do so by the Board of Directors.

Insurance. At the Board’s discretion, Directors may be covered by the District’s policies for liability and workers compensation insurance.

Expense Reimbursement. Directors may be eligible for expense reimbursements, subject to the provisions of the District’s financial and reimbursement policies.

#### Policy Change Log:

Date	Action
03/14/2019	Board adopted policy.
11/19/2020	Board amended policy.
10/07/2025	Board re-titled and amended policy.