

Exhibit to Agenda Item #2

Board Policy Committee and Special SMUD Board of Directors Meeting
Wednesday, April 3, 2019, scheduled to begin at 5:30 p.m.
Customer Service Center, Rubicon Room

GP-2 Governance Focus

6 Board Members responded to the survey

The Board will govern with an emphasis on: (i) outward vision rather than an internal preoccupation; (ii) encouragement of diversity in viewpoints; (iii) strategic leadership more than administrative detail; (iv) clear distinction of Board and General Manager roles; (v) collaborative rather than individual decisions; (vi) the future rather than past or present; and (vii) proactive thinking.

Specifically: a) The Board will cultivate a sense of group responsibility. The Board will be responsible for excellence in governing. The Board will be an initiator of policy. The Board will use the expertise of individual members to enhance the ability of the Board as a body.

Compliance Scores:

High 4

Med 2

Low

Comments:

How can we encourage diversity in viewpoints? – RH

How can we use the expertise of individual members to enhance the ability of the Board as a body? - RH

b) The Board will direct, evaluate and inspire the organization through the establishment of written policies reflecting the Board's values. The Board's major policy focus will be on SMUD's intended impacts outside the organization, not on the administrative or programmatic means of achieving those effects.

Compliance Scores:

High 6

Med

Low

c) Continual Board development will include orientation of new Board members in the Board's governance policies and processes, periodic re-orientation of existing Board members, and regular Board discussion of process improvement.

Compliance Scores:

High 4

Med 1

Low

Comment:

I'd like the Board to meet with Eric Douglas for team building. The Board has significantly changed with the addition of two new members. The Board would benefit from spending more time together getting to know each other and how to best work together. - RH

d) The Board will regularly discuss and evaluate its performance. Self-monitoring will include comparison of Board activities and discipline to policies adopted by the Board. It will be up to the board president or committee chair to determine the appropriate manner of this feedback and evaluation.

Compliance Scores:

High 4

Med 2

Low

GP-4 Agenda Planning

6 Board Members responded to the survey

To accomplish its strategic leadership consistent with Board policies, the Board will develop and follow an annual work plan that ensures the Board: (i) focuses on the results the Board wants the organization to achieve; (ii) defines the conditions of SMUD that it considers acceptable and unacceptable; (iii) meets its other obligations as stated by law or policy; and (iv) continually improves its performance through education, feedback, and deliberation.

Specifically: a) The Board will develop each year a list of topics and issues that it wishes to explore in the coming years and maintain a work plan to guide SMUD staff in preparing the agendas for regular board meetings and standing committee meetings.

Compliance Scores:

High 5

Med 1

Low

Comment:

I'd like the Board to consider the benefit of having a yearly strategic workshop with Eric Douglas on the Board's goals. - RH

b) Members of the Board, the General Manager, and his or her designees may place matters on Board agendas. At least two weeks prior to placing an item on the agenda, a board member shall notify the Board President (or committee chairs, in the case of standing committee meetings) or both, as appropriate. When a Board member invites people to speak at a Board or committee meeting, the Board member shall notify the Board President or committee chair, as appropriate.

c) Items may be placed on the agenda on either the consent calendar or the discussion calendar. An item placed on the consent calendar may be moved from the consent calendar to the discussion calendar at the request of any Board member during a Board meeting prior to the vote to approve the agenda.

Compliance Scores:

High 6

Med

Low

d) The Board President shall ensure that the Board's agendas meet the goals of the annual work plan.

e) The Board Secretary's office, under the direction of the General Manager and the Board President, shall prepare and issue an agenda for each regular meeting of the Board. The Executive Management team, under the direction of the General Manager and in coordination with the standing committee chairs, shall prepare and issue an agenda for each standing committee meeting.

Compliance Scores:

High 6

Med

Low

Comments:

I would appreciate, and think the public would too, ensuring the agenda items are on the appropriate committee agenda for the topic. - HS

I'd like to discuss to what extent we provide opportunity for interested parties to sign up for notification of upcoming agendas, such as list serve. And how easy is it for the public to access meeting materials. - DT

GP-13 Core and Key Values

Board Members responded to the survey

In articulating its values, the Board distinguishes between “core” values and “key” values. Core values are deemed essential for the success of SMUD and for serving SMUD’s customers. Key values provide added value to our customers. Key values are subordinate to the core values.

Compliance Scores:

High 6

Med

Low

Comment:

We should at some point look holistically at the designation of key vs. core values and see if we still agree or want to make some adjustments. - DT