

Board Policy Committee Meeting and Special SMUD Board of Directors Meeting

Date: Wednesday, May 12, 2021

Time: Scheduled to begin at 5:30 p.m.

Location: Virtual Meeting (online)

AGENDA

BOARD POLICY COMMITTEE MEETING AND SPECIAL SMUD BOARD OF DIRECTORS MEETING

Wednesday, May 12, 2021

Scheduled to begin at 5:30 p.m.

Zoom Webinar Link: [Join SMUD Policy Committee Meeting Here](#)

Webinar ID: 161 851 8716

Password: 916423

Phone Dial-in Number: 1-669-254-5252

In accordance with the Governor's Executive Order N-29-20 and the Emergency Board Meeting Procedures adopted by the SMUD Board of Directors, the regular Board meeting and other public meetings are closed to the public to align with state, local, and federal guidelines and social distancing recommendations for the containment of the coronavirus.

Live video streams and indexed archives of meetings are available at:

http://smud.granicus.com/ViewPublisher.php?view_id=16

Members of the public may register to provide verbal comments at an upcoming Board or Committee meeting by emailing a request to speak to PublicComment@smud.org. Please include the date of the meeting, name, and topic or agenda item the requestor wishes to speak on. The request may also be submitted while the meeting is in progress during the standard time for the agenda item or topic. **Pre-registration is strongly encouraged by no later than 3:00 p.m. on the day of the meeting.**

Members of the public may provide written public comments on a specific agenda item or on items not on the agenda (general public comment) by submitting comments via e-mail. Comments may be submitted to PublicComment@smud.org and will be placed into the record of the meeting.

Members of the public that are listening to or watching the live stream of a Committee meeting and wish to comment on a specific agenda item as it is being heard may submit their comments, limited to 250 words or less, to PublicComment@smud.org, noting the agenda item number in the subject line. The Committee Chair may read comments for items on the agenda into the record, in her discretion, based upon such factors as the length of the agenda or the number of e-mail comments received. General public comment for items not on the agenda will not be read into the record but will be provided to the Board and placed into the record of the Board meeting if it is received within two hours after the meeting ends.

This Committee meeting is noticed as a joint meeting with the Board of Directors for compliance with the Brown Act. In order to preserve the function of the Committee as advisory to the Board, members of the Board may attend and participate in the discussions, but no Board action will be taken. The Policy Committee will review, discuss and provide the Committee's recommendation on the following:

DISCUSSION ITEMS

1. Patrick Durham Adopt a resolution declaring the **Gerle Meadows** property is surplus land and, if sold to the **United States Forest Service**, exempt surplus land.
Presentation: 5 minutes
Discussion: 5 minutes

2. Laurie Rodriguez Accept the monitoring report for **Strategic Direction SD-12, Ethics**.
Presentation: 7 minutes
Discussion: 8 minutes

3. Laurie Rodriguez Accept the monitoring report for **Strategic Direction SD-8, Employee Relations**.
Presentation: 10 minutes
Discussion: 20 minutes

4. Eric Douglas
LEADING RESOURCES, INC. Board Monitoring: **Governance Process GP-1, Purpose of Board; Governance Process GP-2, Governance Focus; Governance Process GP-3, Board Job Description; and Governance Process GP-7, Guidelines for Board Member Behavior**.
Presentation: 30 minutes
Discussion: 30minutes

INFORMATIONAL ITEMS

5. Nancy Bui-Thompson Board Work Plan.
Discussion: minutes

6. Public Comment

7. Heidi Sanborn Summary of Committee Direction.
Discussion: 1 minute

Pursuant to Resolution No. 20-06-08 adopted on June 18, 2020, Emergency Board Meeting Procedures are in effect:

Members of the public may make either a general public comment or comment on a specific agenda item by submitting comments via email. Comments may be submitted to PublicComment@smud.org. Comments will be provided to the Board and placed into the record of the Committee meeting if it is received within two hours after the meeting ends.

Members of the public that are listening or watching the live stream of a Board meeting and wish to comment on a specific agenda item as it is being heard, may submit their comments, limited to 250 words or less, to

PublicComment@smud.org. The Board Chair may read the comments into the record, in her discretion, based upon such factors as the length of the agenda or the number of email comments received.

Comments will be provided to the Board and placed into the record of the Committee meeting if it is received within two hours after the meeting ends.

Members of the public may register to provide verbal comments at an upcoming Board or Committee meeting by emailing a request to speak to PublicComment@smud.org. Please include the date of the meeting, name, and topic or agenda item the requestor wishes to speak on. The request may also be

*submitted while the meeting is in progress during the standard time for the agenda item or topic. **Pre-registration is strongly encouraged by no later than 3:00 p.m. on the day of the meeting.***

ADA Accessibility Procedures: Upon request, SMUD will generally provide appropriate aids and services leading to effective communication for qualified persons with disabilities so that they can participate equally in this virtual meeting. If you need a reasonable auxiliary aid or service for effective communication to participate, please email Toni.Stelling@smud.org, or contact by phone at (916) 732-7143, no later than 48 hours before this virtual meeting.

SSS No. E,S,RES 21-05

BOARD AGENDA ITEM

STAFFING SUMMARY SHEET

Committee Meeting & Date Policy, May 12, 2021
Board Meeting Date May 20, 2021

TO	TO
1. Gary King	6.
2. Jennifer Davidson	7.
3. Stephen Clemons	8.
4.	9. Legal
5.	10. CEO & General Manager

Consent Calendar	<input checked="" type="checkbox"/>	Yes	<input type="checkbox"/>	No <i>If no, schedule a dry run presentation.</i>	Budgeted	<input checked="" type="checkbox"/>	Yes	No <i>(If no, explain in Cost/Budgeted section.)</i>
FROM (IPR)	DEPARTMENT				MAIL STOP	EXT.	DATE SENT	
Patrick Durham	Workforce Enterprise Services				B203	6327	04/20/2021	

NARRATIVE:

Requested Action: Adopt a resolution declaring the Gerle Meadows property is surplus land and, if sold to the United States Forest Service, exempt surplus land.

Summary: Pursuant to the Surplus Land Act (AB 1486), SMUD Real Estate is recommending the sale of the vacant parcel, referred to as Gerle Meadows, that is 319.61 acres in El Dorado County. SMUD has determined that it does not have a current need or future use for the property. SMUD Real Estate will request the Board to declare the land as surplus property for its proper disposal.

Board Policy: Board-Staff Linkage BL-10, Delegation of the General Manager with Respect to Real and Personal Property.
(Number & Title)

Benefits: Declaration of the Gerle Meadows property by the Board of Directors as surplus land to support the sale of the 319-acre property, meeting the compliance requirements of the Surplus Land Act, and revenue generated from the land sale.

Cost/Budgeted: None

Alternatives: Reject the Gerle Meadows property as surplus land.

Affected Parties: Board of Directors, SMUD Executives, and SMUD Real Estate

Coordination: Organization-wide

Presenter: Patrick Durham, Director of Environmental and Real Estate Services

Additional Links:

SUBJECT Gerle Meadows Property	ITEM NO. (FOR LEGAL USE ONLY)
--	-------------------------------

ITEMS SUBMITTED AFTER DEADLINE WILL BE POSTPONED UNTIL NEXT MEETING.

SSS No. HRS 21-005

BOARD AGENDA ITEM

STAFFING SUMMARY SHEET

Policy Committee Meeting Date

May 12, 2021

Board Meeting Date

May 20, 2021

TO	TO
1. Claire Rogers	6.
2. Gary King	7.
3. Stephen Clemons	8.
4. Jennifer Davidson	9. Legal
5.	10. CEO & General Manager

Consent Calendar	Yes	No <i>If no, schedule a dry run presentation.</i>	Budgeted	Yes	No <i>(If no, explain in Cost/Budgeted section.)</i>
-------------------------	------------	--	-----------------	------------	---

FROM (IPR) Laurie Rodriguez	DEPARTMENT Human Resources, Diversity & Inclusion	MAIL STOP B251	EXT. 5628	DATE SENT 4/21/21
--------------------------------	--	-------------------	--------------	----------------------

NARRATIVE:

Requested Action: Accept the monitoring report for Strategic Direction SD-12, Ethics.

Summary: This presentation provides the Board with the annual monitoring of SD-12, Ethics and confirms that SMUD is in compliance.

Board Policy: SD-12, Ethics
(Number & Title)

Benefits: Provide the Directors and Executive Staff with an overview of the Board Policy and give them an opportunity to ask questions, make corrections, additions or changes, if necessary.

Cost/Budgeted: N/A

Alternatives: N/A

Affected Parties: All SMUD employees and Contractors

Coordination: Human Resources, Diversity & Inclusion

Presenter: Laurie Rodriguez, Human Resources, Diversity & Inclusion Director

Additional Links:

SUBJECT SD-12, Ethics Board Monitoring Report	ITEM NO. <i>(FOR LEGAL USE ONLY)</i>
--	--------------------------------------

ITEMS SUBMITTED AFTER DEADLINE WILL BE POSTPONED UNTIL NEXT MEETING.

SACRAMENTO MUNICIPAL UTILITY DISTRICT

OFFICE MEMORANDUM

TO: Board of Directors

DATE: May 5, 2021

FROM: Claire Rogers *CR 5/5/21*

**SUBJECT: Audit Report No. 28007403
Board Monitoring Report; SD-12: Ethics**

Audit and Quality Services (AQS) received the SD-12 *Ethics* 2020 Annual Board Monitoring Report and performed the following:

- A review of the information presented in the report to determine the possible existence of material misstatements;
- Interviews with report contributors and verification of the methodology used to prepare the monitoring report; and
- Validation of the reasonableness of a selection of the report's statements and assertions.

During the review, nothing came to AQS' attention that would suggest the SD Board Monitoring report did not fairly represent the source data available at the time of the review.

CC:

Paul Lau

Board Monitoring Report 2020

SD-12, Ethics



1. Background

Strategic Direction 12 states that:

Maintaining the public trust and confidence in the integrity and ethical conduct of the Board and SMUD employees is a core value. Therefore, to ensure the public interest is paramount in all official conduct, the Board shall adopt and update, as necessary: a Conflict of Interest Code as required by State law. SMUD shall also maintain and enforce a code of conduct applicable to all employees.

Among other things the code of conduct shall:

- a) Require high ethical standards in all aspects of official conduct;
- b) Establish clear guidelines for ethical standards and conduct by setting forth those acts that may be incompatible with the best interests of SMUD and the public;
- c) Require disclosure and reporting of potential conflicts of interest; and
- d) Provide a process for (i) reporting suspected violations of the code of conduct and policies through multiple channels, including an anonymous hotline, and (ii) investigating suspected violations.

2. Executive Summary

SMUD is in compliance with the requirements of SD-12.

Strategic Direction 12 requires SMUD to have a process to report potential conflicts of interest and a process for reporting and investigating suspected violations of the Code of Conduct. Compliance is foundational for acting in the best interests of our customers and community. Several SMUD policies and procedures support the requirement of high ethical standards in all aspects of official conduct.

SD Requirement	Supporting Process/Procedure
a) Require high ethical standards	SMUD's Ethics policy (AP 05.02.03) sets the requirements and expectations for ethical behavior, including communication, training and other resources.

b) Establish clear guidelines for ethical standards and conduct	SMUD's Code of Business Ethics and Employee Conduct were updated and approved by the CEO & General Manager in 2020. SMUD's Ethics procedure (MP 05.02.03.100) was adopted in 2008 and updated in January 2021. SMUD's Conflict of Interest policy (AP 05.02.02) includes Board revisions adopted in 2018 and was approved by the FPPC (Fair Political Practices Commission) in 2018.
c) Require disclosure and reporting potential conflicts of interest statements	Notice of filing requirements was sent to employees in March. 100% of the annual conflict of interest statements were received by the time this report was finalized.
d) Provide a process for reporting and investigating suspected violations of the code of ethics	SMUD's Whistleblower Anti-Retaliation policy (AP 05.01.03) was approved in 2014. SMUD's Complaint Process Policy (AP 05.01.04) was approved in 2006 and updated in October 2018 (administrative update only). SMUD's Ethics and Compliance Hotline has been in place since 2008.

3. Additional Supporting Information

Ethics Policy

In accordance with Board Policy SD-12 Ethics, SMUD developed the Code of Business Ethics and Employee Conduct, approved by the CEO & General Manager in 2013. This document supplements SMUD's State-law mandated Conflict of Interest Code and provides an easy-to-read explanation of SMUD's values and expectations for employee behavior. It also identifies various staff resources to obtain further guidance, as well as alternative methods to report suspected violations of SMUD's Code of Business Ethics. The Code provides a framework for how employees should act toward customers, vendors and each other. It also emphasizes that as a publicly-owned utility, SMUD and its employees must adhere to the highest ethical standards.

All new employees receive a copy of SMUD's Code of Business Ethics prior to or during new employee orientation, and are required to review and submit a signed acknowledgement to Human Resources, Diversity & Inclusion (HRD&I) within 30 days of orientation. In addition, all contractors with unescorted access receive a copy of the Code when their background check is conducted. HRD&I verifies Code acknowledgements on a quarterly basis to ensure signed acknowledgments are received from all new employees and contractors.

Ethics Training

Ethics training is a mandatory requirement for all SMUD employees. They are required to complete the training every 2 years on a fixed rotating schedule. Returning employees have one year for completion while new employees and newly promoted leaders are required to take Ethics training within 90 days of coming to their role. Course completion is tracked using SMUD's Learning Management System (LMS) and reported as part of SMUD's mandatory training statistics.

For the 2019-2020 course cycle, a total of 2,172 active employees were expected to complete this training within 2019. Results show that 2,167 employees completed it in 2019, resulting in a 99.7% completion rate. Five employees did not complete due to military leave, separations and retirements. A total of 127 employees were expected to complete this training in 2020. Results show 125 completed it in 2020, resulting in a 98% completion rate. Two employees did not complete the training before the 2021 training replaced the 2020 assignment.

Disclosure and Reporting of Potential Conflicts of Interest

The Political Reform Act (Cal. Gov. Code §§ 81000, et seq.) requires certain government officials and employees to publicly disclose certain financial information relevant to the scope of decision-making for their positions with SMUD.

To maintain compliance, all employees in positions designated by the SMUD Board must complete and submit an annual Statement of Economic Interests, FPPC Form 700 (Conflict of Interest Statement). Incumbents of designated positions shall file an Assuming Office Statement within 30 days of starting their employment or beginning the new position. Employees in designated positions who leave SMUD shall file Leaving Office Statements within 30 days of their final dates of employment.

We are pleased to share that this is now an electronic process here at SMUD. The annual Conflict of Interest Statements are public documents filed with Corporate Records or in the designated record repository. HRD&I sent financial disclosure materials electronically to designated employees in March and successfully met the FPPC filing deadline of April 1. At the time of this report, 100% percent of the annual Conflict of Interest Statements from SMUD officials and designated employees were received. In conjunction with SMUD's Ethics Officer, HRD&I staff follows up to ensure total compliance. In the rare event that full compliance is not achieved, SMUD is obligated to report violations to the FPPC for enforcement. This has occurred only two times in the last decade.

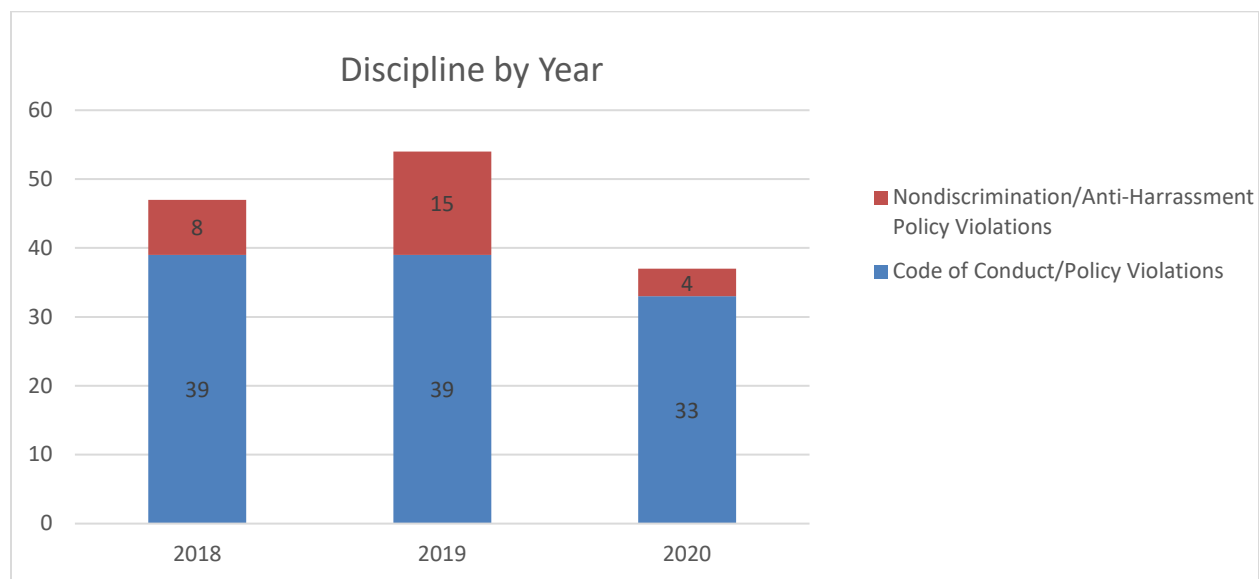
Process for Reporting and Investigating Suspected Violations

SMUD holds its employees to a higher standard than that required by law and is committed to providing a work environment in which all individuals are treated with dignity and respect. SMUD encourages employees to bring concerns about potential legal violations or violations of SMUD policies to the attention of a SMUD leader. All SMUD leaders are required to immediately report all complaints they receive regarding suspected policy violations to the Fair Employment Office. An employee who believes that they are unable to make a complaint through their management reporting line may report complaints directly to the Fair Employment Office, Labor Relations, Internal Auditor's or General Counsel's Office. Additionally, SMUD has contracted with Navex Global Compliance since November 2008 to operate an anonymous Ethics and Compliance Hotline. This hotline can be used by employees to file complaints anonymously should they so

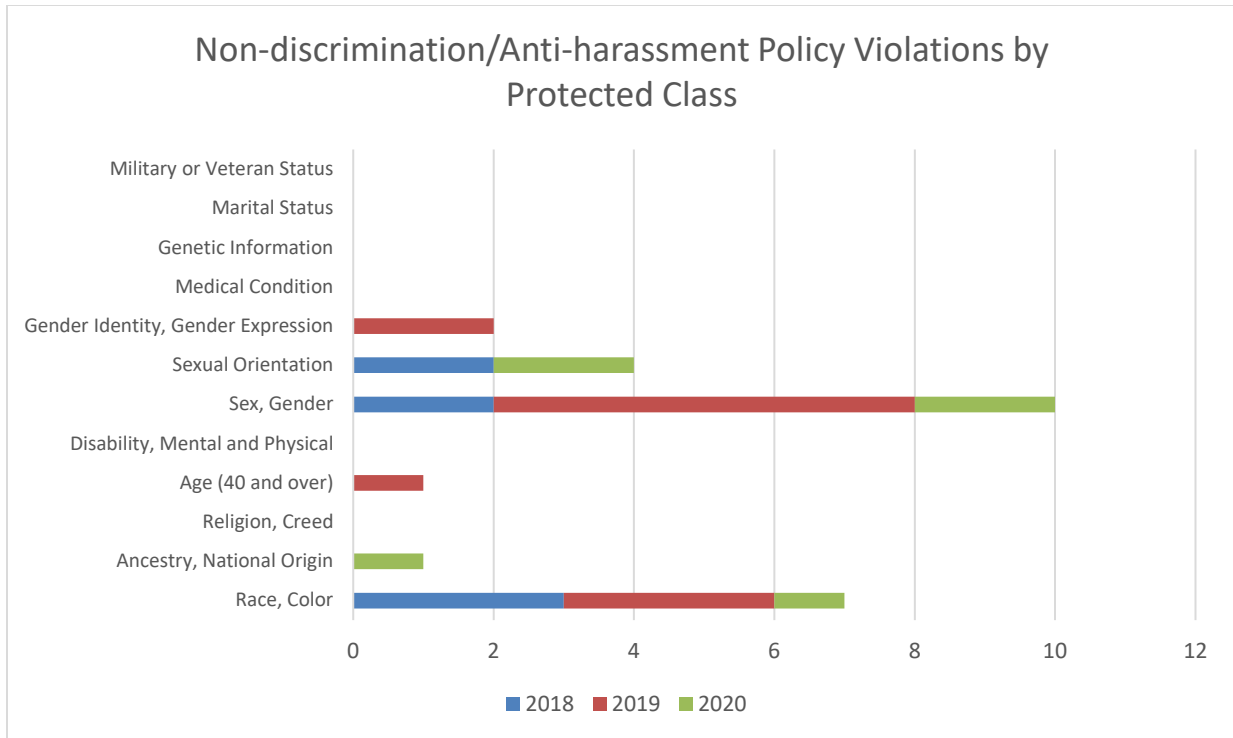
choose, either online or by calling Navex Global Compliance directly. As part of SMUD's Complaint Process and Whistleblower Anti-Retaliation policies, a Whistleblower Committee was established to review and act, when appropriate, on hotline/whistleblower complaints. The committee is comprised of representatives from the General Counsel's office, Audit & Quality Services and HRD&I, including members of our Fair Employment Office and Labor Relations team.

In addition to investigating potential violations of SMUD's Nondiscrimination, Anti-Harassment and Non-Retaliation Policy (AP 05.01.01) and Code of Ethics, Labor Relations and Fair Employment analysts also advise, consult with and support leaders on recommended action and coaching to address problematic behaviors and attitudes among the workforce that are not necessarily prohibited by law. This includes working with a leaders' leader or senior leadership when improved leadership skills would benefit relationships. These proactive measures play a critical role in a culture where all employees are respected and valued.

The following chart illustrates discipline issued to employees between 2018-2020. Summarized below are the disciplines issued for violations of SMUD's Nondiscrimination, Anti-Harassment and Non-Retaliation Policy (AP 05.01.01) as well as discipline for misconduct/policy violations under SMUD's Positive Discipline Policy (AP 05.02.09) including dishonesty, bullying, discourteous behavior, unprofessional conduct, driving policy violations, insubordination, conflicts of interest and unethical behavior. The below reporting does *not* include discipline related to safety incidents (e.g. preventable vehicle accidents), attendance (tardiness and/or absences) or work performance unless there was a conduct component covered by SMUD's Code of Business Ethics & Employee Conduct, such as willful negligence or dishonesty.



The chart shown next indicates violations of SMUD's Nondiscrimination, Anti-Harassment and Non-Retaliation Policy (AP 05.01.01) as they relate to protected categories for FEO investigations that occurred in the past three years.



4. Challenges

Completing training and obtaining necessary documents can be a challenge for employees on any type of extended leave. Broad or anonymous complaints are sometimes filed without supporting and/or contact information to allow for follow-up and further investigation. We recognize there are opportunities to increase awareness of the integrity of the process and are looking at various ways to engage with employees to explore their concerns in this area.

5. Recommendations

As reflected in this report, SMUD has achieved the goals set forth in SD-12 for maintaining the public trust and confidence in the integrity and ethical conduct of the Board and SMUD employees. The policies, guidelines, staff training and monitoring and reporting components have played a part in ensuring high ethical standards in all areas of conduct and in operations.

It is recommended the Board accept the monitoring report for Strategic Direction 12.

6. Appendices

N/A

SSS No. HRS 21-004

BOARD AGENDA ITEM

STAFFING SUMMARY SHEET

Policy Committee Meeting Date

May 12, 2021

Board Meeting Date

May 20, 2021

TO		TO	
1.	Claire Rogers	6.	
2.	Gary King	7.	
3.	Stephen Clemons	8.	
4.	Jennifer Davidson	9.	Legal
5.		10.	CEO & General Manager

Consent Calendar	<input type="checkbox"/>	Yes	<input type="checkbox"/>	No <i>If no, schedule a dry run presentation.</i>	Budgeted	<input type="checkbox"/>	Yes	<input type="checkbox"/>	No <i>(If no, explain in Cost/Budgeted section.)</i>
-------------------------	--------------------------	------------	--------------------------	--	-----------------	--------------------------	------------	--------------------------	---

FROM (IPR) Laurie Rodriguez	DEPARTMENT Human Resources, Diversity & Inclusion	MAIL STOP B251	EXT. 5628	DATE SENT 4/21/21
--------------------------------	--	-------------------	--------------	----------------------

NARRATIVE:

Requested Action: Accept the monitoring report for Strategic Direction SD-8, Employee Relations.

Summary: This presentation provides the Board with the annual monitoring of SD-8, Employee Relations and confirms that SMUD is in compliance.

Board Policy: SD-8, Employee Relations
(Number & Title)

Benefits: Provide the Directors and Executive Staff with an overview of the Board Policy and give them an opportunity to ask questions, make corrections, additions or changes, if necessary.

Cost/Budgeted: N/A

Alternatives: N/A

Affected Parties: All SMUD employees

Coordination: Human Resources, Diversity & Inclusion

Presenter: Laurie Rodriguez, Human Resources, Diversity & Inclusion Director

Additional Links:

SUBJECT SD-8, Employee Relations Board Monitoring Report	ITEM NO. <i>(FOR LEGAL USE ONLY)</i>
---	--------------------------------------

ITEMS SUBMITTED AFTER DEADLINE WILL BE POSTPONED UNTIL NEXT MEETING.

SACRAMENTO MUNICIPAL UTILITY DISTRICT

OFFICE MEMORANDUM

TO: Board of Directors

DATE: May 5, 2021

FROM: Claire Rogers *CR 5/5/21*

**SUBJECT: Audit Report No. 28007402
Board Monitoring Report; SD-08: Employee Relations**

Audit and Quality Services (AQS) received the SD-08 *Employee Relations* 2020 Annual Board Monitoring Report and performed the following:

- A review of the information presented in the report to determine the possible existence of material misstatements;
- Interviews with report contributors and verification of the methodology used to prepare the monitoring report; and
- Validation of the reasonableness of a selection of the report's statements and assertions.

During the review, nothing came to AQS' attention that would suggest the SD Board Monitoring report did not fairly represent the source data available at the time of the review.

CC:

Paul Lau

Board Monitoring Report 2020

SD-8, Employee Relations



1. Background

Strategic Direction 8 (SD-8) states that:

Developing and maintaining a high quality, diverse and inclusive workplace that engages and inspires employees to commit to SMUD's purpose, vision and values is a core value of SMUD.

SMUD is committed to diversity and inclusion and will foster and support a workplace that values employees representing a variety of backgrounds, including but not limited to, race, ethnicity, gender, gender identification and/or expression, sexual orientation and identification, national origin, age, physical abilities, veteran status, socio-economic status, life experiences, talents, and thinking styles.

Therefore:

- a) SMUD shall attract and retain a highly qualified and diverse workforce.
- b) SMUD shall promote inclusion and diversity and engage its workforce in activities that demonstrate and support inclusion and diversity across the organization.
- c) SMUD shall engage its workforce in personal and professional development.
- d) SMUD's percentage of engaged employees as measured through the Engagement Index shall exceed 80%.
- e) SMUD shall use a broad mix of communication and outreach channels to ensure its recruitment activities reflect the diversity of the communities it serves.
- f) SMUD shall maintain and communicate written policies that define procedures and expectations for staff and provide for effective handling of grievances.
- g) Annually, and consistent with State and Federal law, the Board shall receive a report detailing the demographics and trends of the SMUD workforce, the available workforce, and the Sacramento region. The report shall also provide information on veterans as a part of SMUD's workforce.

2. Executive Summary

SMUD is in full compliance with SD-8, Employee Relations.

The 2020 fiscal year was significantly marked by much business disruption, as employees across the organization answered the call for innovation and quick response while addressing the COVID-19 pandemic. We're proud of not only maintaining our activities to attract, retain, develop, and engage our workforce, but also collaboratively working across the organization to solve for the many people challenges in 2020 as outlined in this report.

SD Requirement	SD Support (Program, Policy, Procedure or Initiative)	Purpose	Outcome	Notes
a)	Career Ambassador Program	Early outreach & connection with future pipeline (K-12, college, and community) to increase future workforce talent while simultaneously engaging employees	Reached 13,256 students and community members	As 51 career events were cancelled due to COVID-19, outreach decreased by 61% from 2019
	Shared Resource Program	Allocate underutilized employees to support business needs across the organization and in the local community	38 of 58 requests for support across SMUD were successfully filled	All employees referred to the program were placed, but 20 requests for support were unfilled as no additional employees were available
b)	Employee Resource Groups	Contribute to an inclusive work culture by creating a sense of community and promoting education and awareness in alignment with SMUD's mission and values and our Inclusion Policy	168 ERG events supported business initiatives 705 total ERG members	143% increase in the number of ERG activities & events from 2019 Parents ERG was created in 2020
c)	Corporate Learning & Development Curriculum	Develop skills and leadership competencies that will support SMUD's current and future business strategy	2,446 active employees averaged 38 hours of training	Average training hours remain consistent 2021 increase expected with virtual learning platform LinkedIn Learning
	Internal & External Leadership Programs	Provide experiential learning opportunities to develop leadership, and support collaboration and philanthropy in the community	18 employees participated in local and regional leadership development programs	21 employees were selected for 2020, however, three employees were pushed to the 2021 cycle due to COVID-19 impacts on two community organization sponsors

			Nine director level coaches were added to the Building Leadership Talent (BLT) to enhance the overall coaching experience for BLT participants.	Dramatically increased multi-level leader involvement in the process, this in turn increased leader exposure to program opportunities and ownership of program outcomes.
c)	Education Assistance	Support employee continued education to attract & retain a highly qualified workforce	135 employees utilized the program; 56 employees completed one or more classes with University of Arizona Global Campus; 10 graduates	10% decrease in participation from 2019 Ashford University became University of Arizona Global Campus
d)	Engagement Index Pulse Survey	Understand the employee level of engagement and support leaders in sustaining high levels of engagement while identifying continuous improvement opportunities	Commitment to culture demonstrated via enterprise goal of having 60% of all managers & supervisors complete Speed of Trust Key Concepts learning While Engagement Survey was not conducted amid COVID disruption, Remote Worker surveys helped leaders gauge wellness and engagement levels	Exceeded Speed of Trust learning goal by 7% Focus is on increasing trust as a foundation for improving collaboration and communication
e)	Workforce Outreach & Partnerships	Promote job opportunities, grow diversity of talent pipeline and talent pool, raise awareness of SMUD's employer brand	Participated in female (4), LGBTQ (1), culture & ethnic focused (81), low income (9), and veteran (3) employment-related events	Increased outreach to underutilized areas by 87.5%
	Internships	Strengthen talent pipeline by immersing students of varied backgrounds in SMUD's culture and careers	1,106 college intern applicants, 47 college interns hired; 10 summer high school interns; 4 high school students during the school year	Internship program was scaled in response to COVID-19 and SMUD's hiring freeze

				Understandably, applicant numbers decreased as well
	Powering Futures Scholarships	Support diverse talent pipeline in community and STEM disciplines	21 scholarships awarded	The scholarships ranged from \$1,750 (for Community College students) to \$4,000 for 4-year University students)
e)	CSUS Powering Hornets and UCD Powering Aggies Scholarships	Support talent pipeline and STEM disciplines in community	1 scholarship awarded to each university	These contributions are in the form of endowments managed by each university
	Hornet Leadership Program - SMUD cohort	Support talent pipeline and STEM disciplines in community	Funded 10 students from diverse backgrounds majoring in critical IT majors	SMUD donated to this program at the \$25,000 sponsorship level, used to fund scholarships and assist with program administration
f)	Code of Business Ethics and Employee Conduct	Provide an easy-to-read explanation of SMUD's values and expectations for employee behavior	100% compliance	Code supplements SMUD's state law-mandated Conflict of Interest Code
g)	Workforce Demographics Reporting	Provide informational update on workforce demographics	Identify and report on trends and ongoing efforts for a high quality, diverse and inclusive workforce	See SD-8 appendix for detailed reporting

3. Additional Supporting Information

Please see attached Appendix for additional information related to the SD-8 metrics.

4. Challenges

In 2020, we saw the COVID-19 pandemic change the way SMUD employees work, learn, and collaborate, essentially overnight. Warranted concerns for the safety of our employees and the Sacramento community severely impacted our ability to conduct outreach while the world and country learned more about varying degrees of risk and exposure to the virus. However, programs and organizations have since quickly adapted to virtual platforms and hybrid events, providing new and different ways to learn and share more about SMUD careers in the community.

5. Recommendations

As reflected in this report, SMUD has achieved the goals set forth in SD-8 for ensuring SMUD develops and maintains a high quality, inclusive workplace that engages and inspires employees to commit to SMUD's purpose, vision, and values. We began complementing engagement work with deep work on a culture of trust in 2019-2020 and are focused on building higher levels of trust, diversity, and inclusiveness as a foundation for realizing our desired culture.

In conjunction with increased visibility into Workforce Demographic data, Talent Management has begun and will continue to reframe and validate their advertisement and outreach activities to ensure a more direct correlation in our efforts to reach underrepresented populations.

It is recommended the Board accept the monitoring report for Strategic Direction 8.

Appendix

a) SMUD shall attract and retain a highly qualified workforce.

Attracting and Retaining our Workforce

While SMUD only hired for essential positions after instituting a hiring freeze in 2020, we oversaw a variety of changes to address the potential for inequity within the talent acquisition process, including continued unconscious bias training for interview panels, guidelines for hiring managers to improve the diversity of interview panels, and pay equity analysis for all new hires. Talent Management continues to partner with stakeholders - both internally at SMUD, as well as externally in the community - to drive interest and develop pipelines of qualified applicants.

Career Ambassadors – Talent Pipeline

SMUD Career Ambassadors shifted their approach from representing SMUD at in-person events such as career fairs, career exploration, and mock interviews, to attending and hosting virtual career events. Career Ambassadors attended 21 in-person events before COVID-19 restrictions took effect. Out of an abundance of caution, 51 of the community events Career Ambassadors were scheduled to attend were canceled. In total, Career Ambassadors invested 188 hours and still reached more than 13,000 members of the community.

Among their 2020 achievements, ambassadors successfully launched SMUD's inaugural Career Exploration Month in October 2020. Community members were able to register for free virtual workshops and panel discussions to learn about careers at SMUD. Workshops included resume writing, interviewing skills, how to apply for a job at SMUD, and a review of SMUD's entry level jobs. Panel discussion topics included women in STEM at SMUD, veterans at SMUD, and skilled trade careers at SMUD. Career Ambassadors hosted 14 career exploration workshops/panel discussions with 750 community members registering to attend the events.

Wellness

For 2020, SMUD's Health Assessment Program (HAP) participation increased by 21% from 576 to 695. As a result of COVID-19, Wellness activities pivoted from in-person to virtual, and we believe this contributed to an increase in participation. We offered greater flexibility to participants to achieve their Wellness/HAP goals by collaborating with our Wellness partners (SMUD ERGs, Kaiser, Sutter Health, United HealthCare, SAFE Credit Union, Wells Fargo Bank, Fidelity Investments, and OptumHealth). We also offered weekly virtual yoga classes and stretch breaks to our employees. On March 21, 2021, we launched a reimagined Wellness/HAP program focused on the 4 pillars of Wellness: Social, Mental, Physical, and Financial. A much broader range of activities will be provided virtually in support of this holistic approach. Emphasis was placed on mental wellness including family wellness during the pandemic and work/life balance as employees found themselves navigating the confines of the pandemic.

Benefits

Open enrollment in 2020 consisted of 10 meetings for employees and retirees. We launched a Virtual Benefit Fair platform to provide our employees and retirees with an easy to use and fun web portal, accessible from any device (i.e. mobile phone, desktop/laptop and ipad). This platform provided for all their benefit needs including benefit guidebooks, plan summary documents, and the ability to send questions to our benefit providers.

Retention

SMUD's turnover decreased in 2020, from 8.5% in 2019 to 6.2%. This decrease can be attributed to unprecedented impacts to the business environment during the COVID-19 pandemic, which resulted in dramatically reduced retirements. Retirements decreased to 66 in 2020, from 105 retirements in 2019. SMUD's turnover continues to rank below the industry benchmark of 13.1%. In addition to SMUD's Baby Boomer workforce entering retirement eligibility, this data also aligns with the cyclical pattern we've seen in retirements over time. Historically, we see these numbers rise in small waves that crest every three to four years.

b) SMUD shall promote inclusion and diversity and engage its workforce in activities that demonstrate and support inclusion and diversity across the organization.

Employee Resource Groups

Employee Resource Groups (ERGs) made significant contributions to SMUD culture by extending support and creating space for meaningful conversations throughout the year. ERGs focused their attention to key areas such as racial/social justices, mental wellness and overall care for employees. These groups helped foster inclusion among our hybrid workforce by hosting several virtual interactions and programs to keep employees connected during the pandemic, including but not limited to the following:

- LUNA hosted a virtual workshop with a marriage and family therapist to address stigmas in mental health, generational trauma facing the LatinX community, and tips for using the Employee Assistance Program, and finding a therapist.
- The GRAIN ERG also championed mental health by way of its support for a documentary about anxiety titled "Angst" and a live panel discussion featuring one SMUD employee's personal journey of anxiety and depression after the unexpected death of a child.
- Our Military and PRIDE ERGs collaborated to co-host a presentation from the National Alliance on Mental Illness (NAMI), during which several veterans shared their personal stories to raise awareness, provide advocacy, and discuss support programs that benefit people living with mental illness.
- BERG created a platform and safe space to openly discuss ways we can combat systemic racism in America, and continually extended support and education for employees braving the tragic events of the year.

The 8 ERGs at SMUD include:

- Black Employee Resource Group (BERG)
- Asian Pacific Islander (GRAIN ERG)
- Latinos Unity Network for Action (LUNA)
- Military Employee Resource Group (MERG)
- People Reaffirming Inclusion Diversity and Equality (PRIDE)
- Women's Employee Resource Group (WERG)
- Young Professionals Employee Resource Group (YP)
- Parents ERG

New in 2020 was the addition of the Parents ERG, which aims to support an environment where SMUD parents and prospective parents are more productive, focused, and present because they feel confident, happy, and balanced in their home life. Some contributions from this group over the last year include helping to address childcare during the pandemic; collaborating with our caregiver's support group; and continually providing resources to help alleviate stress for families.

All ERGs play an important role in mentoring, professional development, diverse workforce recruiting and volunteerism at SMUD and in the community. In 2020, they provided valuable resources and insight for diverse workforce recruiting, wellness and dependent care, SMUD's Sustainable Communities Initiative, and internships. We continue to explore ways to embed and amplify their valuable experiences and perspectives in our business practices.

Pay equality at SMUD

SMUD's been working to make sure we're a workplace where diversity, equity, and inclusion are part of who we are and how we do things. Supporting efforts that promote pay equality is part of that. In 2020, the Women's ERG started working to address barriers for women in three key areas: advocacy, culture, and personal and professional development. Thanks to a partnership between Human Resources, Diversity, & Inclusion and WERG, SMUD signed the California Commission on the Status of Women and Girls Equal Pay Pledge in late 2020, committing to:

- Conduct an annual gender pay analysis
- Review hiring and promotion procedures
- Support best practices to close the pay gap

This pledge was a natural extension of pay equality efforts HRD&I has been making since 2017 to take a close look at job classes and issues tied to gender in order to ensure equity in SMUD pay for PAS/management jobs. (Union jobs are addressed by their respective Memorandums of Understanding.)

c) SMUD shall engage its workforce in personal and professional development.

Learning and development teams across SMUD design and deliver training courses and programs that support employees' on-the-job and professional development needs. Learning goals are connected to SMUD's Strategic Directions, and course offerings are reviewed at least quarterly to ensure alignment to business strategy and include a mix of classroom, online, and self-directed learning.

The move to remote work en masse in March 2020 constituted a real-time, successful experiment in trust as over 1,300 employees proved they could be productive from home. We helped employees adapt to a remote environment by providing a virtual meeting tool kit and curating an e-learning curriculum on *Mastering Remote Work*. We helped leaders adapt by developing a best practices resource guide, facilitating peer-to-peer learning via live webinars, and curating an e-learning curriculum on *Leading Change*.

With the additional availability of training courses via the LinkedIn Learning platform, we anticipated an increase in the average hours of training per employee in 2020. However, in response to the pandemic, in-person classes were cancelled and redesigned for a virtual environment, significantly reducing overall offerings and consequently resulting in a lower overall number of training hours than anticipated. In example, some corporate learning and development sessions were reduced in length to account for learners sitting in front of screens all day. With the employees' health and safety top of mind, some original two-day, in-person courses were modified to one-day, four-hour virtual experiences. Additionally, varied and demanding priorities at home and work likely contributed to less dedicated time to training in general.

There were 2,446 employees who received classroom and computer-based training in 2020, with an average of 38 training hours per individual. Mandatory training ranged from 4.25 to 29 hours depending on the employee's position and included enterprise-wide, cross-functional, and department-specific requirements. We saw 246 employees leverage the LinkedIn Learning platform and complete courses totaling more than 700 hours. Content included subjects such as project management, leadership development, Microsoft products, managing virtually, communication, and customer service skills.

Leadership Development

SMUD's leadership development efforts reflected the shifting landscape in 2020 as everyone learned to navigate the impacts of the pandemic and social justice issues facing the country and world. In recognition of how much there is to be learned from lived experiences, our executives met with each of SMUD's eight ERGs to listen and learn how they can best support these groups and implement systemic change to positively impact workforce outcomes.

SMUD also partnered with the American Leadership Forum to provide senior leaders learning and dialogue on implicit bias, equity, and their role in creating a culture of inclusion. As part of that series, senior leaders watched the documentary *Race: The*

Power of an Illusion, which explores how race has been constructed in America over time through public policies that exclude people of color. That documentary provided context to the importance of equity, and it became pre-work for a September 2020 Leadership Summit of all SMUD leaders (supervisors and above). At the Summit, executive leaders described SMUD's commitment to diversity and inclusion, introduced the concept of equity, and provided leaders with a diversity, equity, and inclusion resource guide. We also provided all employees with a curated e-learning *Creating Inclusion* curriculum highlighted at a Lunch & Learn co-sponsored by SMUD's ERGs.

To complement the ongoing internal development opportunities afforded SMUD leaders, an external leadership development selection process is conducted annually to match applicants with a program that effectively meets their development needs and SMUD's business objectives. We sent 20 employees to several local and regional leadership development programs including Nehemiah Emerging Leaders, WEI Business Acumen for Emerging Leaders, Asian Pacific Chamber Catalyst program, Leadership Rancho Cordova program, Leadership Elk Grove, Leadership Sacramento, Leaders United, Sacramento Entrepreneurship Academy, and SMUD's (internal) Building Leadership Talent program.

We proudly added a 10th leadership program to SMUD's community portfolio in 2020 named Nueva Epoca. This new program focuses on increasing leadership opportunities and awareness of LatinX community needs in the Greater Sacramento area.

Education Assistance

The education assistance benefit supports employees who are pursuing college degrees and developing their SMUD careers by completing certificates or taking individual classes that support our business. We offer up to \$5,000 per calendar year for qualified, regular full-time employees to partake in eligible programs, and up to \$2,500 for part-time employees. Many employees use the program to pursue an Associate's, Bachelor's or Master's degree in areas as wide-ranging as accounting, law, finance, human resource management, information technology, project management and energy efficiency.

d) SMUD's percentage of engaged employees as measured through the Engagement Index shall exceed 80%.

Building a Culture of High Trust

While an Employee Engagement Survey was not conducted amid COVID disruption in 2020, leaders continued to deliver on their commitments to developing a culture of high trust. In February, SMUD hosted a Leadership Summit for 270+ supervisors, managers and senior leaders to roll out the updated 5-year strategic plan and learn more about the language and behaviors that build trust in an organization. Members from the Executive Team shared the business case for trust and gave real-life examples of how practicing behaviors of trust have led to improvements at work and at home.

When COVID-19 caused us to cancel in-person learning, we reimagined our Speed of Trust classroom training and created a virtual e-learning / live discussion course to ensure supervisors and managers could learn key concepts. We held approximately 20 sessions of this learning, and reached 181 supervisors and managers, 67% of 270 leaders total. We also converted a hard copy “huddle guide” into a virtual slide deck to help leaders incorporate trust discussions into meetings.

SMUD leaders made concentrated efforts to improve the flow of information throughout the organization. Each Executive and many directors held regular virtual “all hands” meetings to share the latest on how SMUD was managing through the pandemic.

e) SMUD shall use a broad mix of communication and outreach channels to ensure its recruitment activities reflect the diversity of the communities it serves.

Employment Outreach and Partnerships

Our expanded outreach in 2020 included partnerships with a wide variety of organizations to build greater awareness of SMUD as a top employer and to help build a diverse talent pipeline. These organizations included the Greater Sacramento Urban League, Innovative Pathways to Public Service, Sacramento Trainings and Employment Agency, She Shares, California Department of Veterans Affairs, American Society of Engineering Education: Minorities Engineering Division, Tech Latino, Women Who Code, Goodwill Industries, The Rainbow Chamber, Association of Women in Water, Energy & Environment, Improve Your Tomorrow, and California Indian Manpower Consortium, Inc. We continue to conduct employment outreach with educational institutions and consistently partner and collaborate with SMUD’s Sustainable Communities and Community Engagement.

Internships

With consideration given to the community impact and talent pipeline, SMUD proceeded with offering its internship programs in a limited capacity in 2020 by inviting students to join its remote workforce. A SMUD Internship SharePoint site was created after recognizing the increased need for a central resource location for managers, mentors, interns, and employees with student-aged relatives. Whereas we’ve traditionally hosted in-person showcases for employees and community partners to learn about intern work, we successfully transitioned to illustrating accomplishments and projects on the SharePoint site in 2020.

While surveying former interns, we learned of their desire for more cross-departmental collaboration. In this spirit, we launched two projects in 2020 that created collaborative opportunities for all interns: a collage showcasing SMUD’s D&I commitment; and a campaign to support and market Clean Air Day pledges from SMUD employees.

Interns tackled a variety of important initiatives for the organization, including but not limited to:

- Assisted project to transform distribution substations from wired to wireless communication

- Oversaw design plans for future substations or expanding substations
- Collaborated with analysts to create a predictive model supporting SMUD's customer billing unit
- Assisted in managing the High School Internship Program by developing content for the interns to help them grow in their personal and professional development
- Wrote a conservation easement to protect in perpetuity threatened and endangered species habitat for the California Tiger Salamander as part of the mitigation measures for the expansion of the photovoltaic solar bank at Rancho Seco
- Redesigned SMUD's Career page and drafted updates, reviewed updates and published updates on SMUD's website
- Obtained business partners feedback and themed 180+ data points
- Analyzed approximately 25,000 PV systems to determine the rate at which energy production decreases
- Developed Artificial Intelligence Innovation Pilot to identify internal talent for SMUD priority initiatives

Impressive efforts like those outlined above have resulted in SMUD's internship program being recognized by the Interns 2 Pros organization as the Internship Program of the Year for the Sacramento Region two years in a row (2019 and 2020).

Powering Futures scholarships

Twenty-one recipients were awarded up to \$4,000 each and included local students registered in a degree program. Those with a demonstrated financial need pursuing majors related to careers in SMUD received preference. Along with the scholarships, students were also presented with an opportunity to receive a paid internship.

Powering Aggies and Powering Hornets Scholarship Programs

The Powering Aggies and Powering Hornets Scholarship programs were set up in 2018 to provide a scholarship for 1 student each from UC Davis and Sac State. Eligible students who majored in a SMUD-related career field (UC Davis) or Electrical Engineering (Sac State) were selected by their respective universities. In 2020, SMUD fully funded these scholarships to create endowments that will provide a more sustainable source of funding with the goal being to provide up to \$2,500 for each student each year in the future. With the increase in the endowment, SMUD awarded the Powering Aggies winner \$1,430 and the Powering Hornets winner \$900.

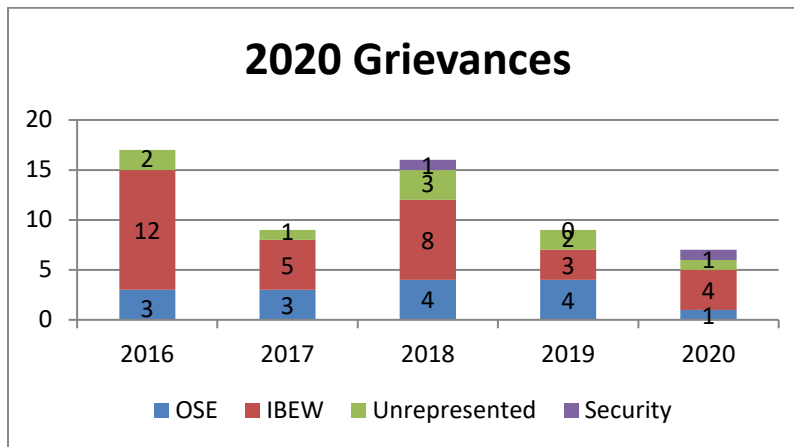
Hornet Leadership Program (HLP)

This two-year, extra-curricular program, launched in Fall 2018, introduces students to an array of vital training. Students completing the program will have demonstrated leadership skills commensurate with industry requirements. Of the 35 student scholars participating in the entire HLP program during the year, SMUD sponsored 10 IT students from diverse backgrounds. The seminars hosted by the HLP program are also open to all Computer Science career planning students which makes up a total of 160+ students.

f) SMUD shall maintain and communicate written policies that define procedures and expectations for staff and provide for effective handling of grievances.

In addition to SMUD’s Code of Business Ethics and Employee Conduct, its Employee and Labor Relations teams provided daily advice, guidance and counsel to employees on employee relations issues. Staff worked to ensure all employees (represented and unrepresented) understand SMUD policies and procedures, and that employees know and understand what their responsibilities are with respect to the Code of Ethics.

A total of 7 grievances were filed and closed in 2020, down from 9 grievances in 2019.



g) Annually, and consistent with State and Federal law, the Board shall receive a report detailing the demographics of the SMUD workforce, the available workforce, and the Sacramento region. The report shall also provide information on veterans as a part of SMUD’s workforce.

The chart below provides the demographic information about SMUD’s workforce (excluding “casual” positions and members of the Board of Directors), compared to two external benchmarks: the U.S. Labor Force and select county census data in California.

Workforce Demographics

Calendar Year	Male	Female	Caucasian	African American	Hispanic	Asian	Native American	2 or more Races
2020	66%	34%	58%	7%	15%	15%	1%	4%
2019	66%	34%	59%	8%	14%	15%	0%	4%
2018*	66%	34%	60%	8%	14%	15%	0%	4%
2017*	67%	33%	61%	7%	13%	14%	1%	3%
2016	67%	33%	62%	7%	13%	14%	1%	3%
2015	67%	33%	63%	8%	12%	13%	1%	3%
2014	68%	32%	65%	8%	11%	13%	1%	2%

EEO Tabulation 2006-2010 (5-year American Community Survey data)*								
Sacramento, El Dorado & Placer Co.**	52%	48%	60%	7%	17%	13%	1%	3%
U.S.***	53%	47%	67%	11%	15%	5%	1%	1%

* Percentages may not add up to 100% due to rounding.

** The tri-county demographics are based on a civilian labor force and represent residents aged 16 and older. These numbers exclude houseworkers, unpaid volunteers, institutionalized individuals, and U.S. Armed Forces active duty.

*** The 2020 U.S. Census data is not available. While high-level summaries may become available in Summer of 2021, the detail census information at the county & municipality level may not be available until later in 2021.

In 2020, SMUD’s workforce continued to change with Caucasian employees representing 58% of the workforce, down from 59% in 2019. This shift occurred as the representation of Hispanic employees increased by 0.4%, and Asian employees increased by 0.4% in 2020. (Note: the total percentages may not add up to 100% due to rounding.) The primary drivers behind this shift are employee turnover rates, which create opportunities to hire, and the demographic makeup of qualified applicants. SMUD continues to extend its outreach to build greater awareness of its career opportunities and develop its talent pipeline while building a workforce that reflects the diversity of the communities we serve.

Military Veterans in SMUD’s Workforce

Veterans are a small but important part of SMUD’s workforce. According to our records, Veterans comprised 4.8% of SMUD’s workforce in 2020, up from 3.4% in 2019 and 3.7% in 2018. This increase is the result of our enhanced focus on Veteran self-reporting and partnership with the Military Employee Resource Group.

Veteran Demographics

	Male	Female	Caucasian	African American	Hispanic	Asian	Native American	2 or more Races
SMUD Veterans 2020	91%	9%	58%	7%	14%	13%	0%	8%
SMUD Veterans 2019	92%	8%	55%	8%	16%	14%	0%	7%
SMUD Veterans 2018*	92%	8%	56%	8%	15%	14%	0%	6%
SMUD Veterans 2017*	91%	9%	59%	8%	14%	14%	0%	6%
SMUD Veterans 2016	92%	8%	60%	9%	11%	13%	0%	6%
CA Veterans	91%	9%	61%	9%	18%	7%	1%	4%

*Percentages may not add up to 100% due to rounding

Source: [va.gov/vetdata\(09/30/18\)](http://va.gov/vetdata(09/30/18))

SSS No. BOD 2021-011

BOARD AGENDA ITEM

STAFFING SUMMARY SHEET

Committee Meeting & Date Policy – May 12, 2021
Board Meeting Date N/A

TO				TO						
1.	Jennifer Davidson	6.								
2.	Stephen Clemons	7.								
3.		8.								
4.		9.	Legal							
5.		10.	CEO & General Manager							
Consent Calendar		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	<i>If no, schedule a dry run presentation.</i>		Budgeted	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<i>If no, explain in Cost/Budgeted section.</i>	
FROM (IPR) Heidi Sanborn / Donna Lofton			DEPARTMENT Board Office			MAIL STOP B304	EXT. 5079	DATE SENT 4/28/21		

NARRATIVE:

Requested Action: Allow the Board of Directors and Executive Staff an opportunity to discuss and consider GP-1 Purpose of the Board, GP-2 Governance Focus, GP-3 Board Job Description, and GP-7 Guidelines for Board Member Behavior as part of the Board policy monitoring process.

Summary: A schedule to monitor Board policies was agreed upon by the Policy Monitoring Ad Hoc Committee. Monitoring established policies creates a better understanding of the policies and gives the Board an opportunity to make corrections, additions, or changes, if necessary.

Board Policy: This monitoring supports GP-2 Governance Focus which states that the Board will direct, evaluate, and inspire the organization through the establishment of written policies which reflect the Board's values.
(Number & Title)

Benefits: Monitoring policies helps ensure the policies are current and in keeping with the current will of the Board.

Cost/Budgeted: N/A

Alternatives: Not review these policies at this time.

Affected Parties: Board of Directors

Coordination: Donna Lofton, Special Assistant to the Board

Presenter: Eric Douglas, Board Consultant

Additional Links:

SUBJECT Board Monitoring GP-1, GP-2, GP-3 and GP-7	ITEM NO. (FOR LEGAL USE ONLY)
---	-------------------------------

ITEMS SUBMITTED AFTER DEADLINE WILL BE POSTPONED UNTIL NEXT MEETING.

SMUD BOARD POLICY

Category: Governance Process	Title: Purpose of Board
	Policy Number: GP-1
Date of Adoption: December 19, 2002	Resolution No. 02-12-14
Revision Date: October 16, 2003	Resolution No. 03-10-14
Revision Date: November 3, 2005	Resolution No. 05-11-04

The Board is the legislative body of the Sacramento Municipal Utility District. It operates under the provisions of the Municipal Utility District Act of the State of California (the MUD Act) and all other applicable statutes and laws.

The purpose of the Board of Directors is to:

- a) Identify and define the purpose, values and vision of SMUD, along with the quantitative and qualitative results that SMUD is to achieve, and communicate them in the form of policy.
- b) Identify and define those results or conditions of SMUD that are acceptable and not acceptable to the Board and communicate them in the form of policy.
- c) Monitor the organization's performance against the results that the Board has established for SMUD.
- d) Make certain operational decisions as designated by law.
- e) Hire, evaluate and, when necessary, discharge the General Manager.

Monitoring Method: Board Report
Frequency: Annual

SMUD BOARD POLICY

<p>Category: Governance Process</p>	<p>Title: Governance Focus</p> <p>Policy Number: GP-2</p>
<p>Date of Adoption: December 19, 2002</p>	<p>Resolution No. 02-12-14</p>
<p>Revision Date: October 16, 2003</p>	<p>Resolution No. 03-10-14</p>
<p>Revision Date: November 3, 2005</p>	<p>Resolution No. 05-11-05</p>
<p>Revision Date: December 21, 2006</p>	<p>Resolution No. 06-12-13</p>
<p>Revision Date: October 16, 2008</p>	<p>Resolution No. 08-10-08</p>
<p>Revision Date: May 17, 2012</p>	<p>Resolution No. 12-05-09</p>

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.
- 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.
- 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.

- 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.

Monitoring Method: Board Report
Frequency: Semi-Annual

SMUD BOARD POLICY

Category:	Governance Process	Title: BOARD JOB DESCRIPTION
		Policy Number: GP-3
Date of Adoption:	December 19, 2002	Resolution No. 02-12-14
Revision Date:	October 16, 2003	Resolution No. 03-10-14
Revision Date:	December 1, 2005	Resolution No. 05-12-11
Revision Date:	March 5, 2009	Resolution No. 09-03-05
Revision Date:	December 3, 2009	Resolution No. 09-12-04
Revision Date:	January 20, 2010	Resolution No. 11-01-07
Revision Date:	April 3, 2014	Resolution No. 14-04-03
Revision Date:	June 19, 2014	Resolution No. 14-06-06
Revision Date:	April 20, 2017	Resolution No. 17-04-08

The specific job duty of Board members as elected representatives is to ensure appropriate organizational performance.

Specifically, the Board shall:

- a) Produce and maintain written policies that ensure high quality of governance and clear roles in decision-making between Board and staff.
- b) Regularly monitor and evaluate the performance of the General Manager.
- c) Seek to understand the strategic viewpoints and values of our customers, owners, the community and other interested stakeholders.
- d) Develop and adopt Strategic Directive policies for SMUD that define the outcomes the Board wants SMUD to achieve.
- e) Conduct a comprehensive review of the Strategic Directives every three years (or sooner, if circumstances warrant) commencing in 2013. Review the Strategic Directives regularly, on the timetable specified in each policy, and communicate to the General Manager whether the Board finds SMUD to be in compliance. For the purpose of this policy, compliance is defined as substantially meeting the requirements of the Strategic Directive.

- f) Adopt the SMUD budget on an annual basis.
- g) Serve as ambassadors for SMUD and build relationships throughout SMUD's service territory and the region.
- h) Contract with an external independent auditor to audit SMUD's finances and procedures; such audits are to be performed on an annual basis.
- i) Set the rates, rules and regulations for services and commodities provided by SMUD.
- j) Take such other actions as may be required by law.

Monitoring Method: Board Report
Frequency: Annual

SMUD BOARD POLICY

Category: Governance Process	Title: Guidelines for Board Member Behavior
Date of Adoption: December 19, 2002	Policy Number: GP-7
Revision Date: October 16, 2003	Resolution No. 02-12-14
Revision Date: April 6, 2006	Resolution No. 03-10-14
Revision Date: March 20, 2008	Resolution No. 06-04-06
	Resolution No. 08-03-05

The Board and its members should act in an ethical, businesslike, productive, and lawful manner. Board members should avoid even the appearance of impropriety to ensure and maintain public confidence in SMUD.

Specifically:

- a) Board members shall conduct themselves in accordance with all laws.
- b) Board members should conduct themselves with civility and respect at all times with one another, with staff, and with members of the public.
- c) Board members are expected to demonstrate loyalty to the interests of SMUD owners and ratepayers. This supersedes any conflicting loyalty such as that to advocacy or interest groups and membership on other Boards or staffs. It also supersedes the personal interest of any Board member acting as a consumer of the organization's activities.
- d) Board members may not attempt to exercise individual authority over the organization except as explicitly set forth in Board policies.
 - i) Board members must recognize the lack of authority vested in them as individuals in their interactions with the General Manager or with staff, except where explicitly Board authorized.

- ii) In their interactions with the public, press or other entities, Board members should recognize the same limitation and the inability of any Board member to speak for the Board or for other Board members except to repeat explicitly stated Board decisions.
- e) Board members shall at all times endeavor to express their individual opinions in a responsible manner, without causing harm to SMUD, to SMUD's owners and customers, or to other Board members and staff.
 - i) Each member of the Board is expected to support the legitimacy and authority of the decisions of the Board concerning any matter, irrespective of the member's personal position.
 - ii) Board members retain the right to criticize the decisions of SMUD, but in doing so should make it clear that it is their opinion, and not the opinion of the Board or other Board members, and so long as it complies with the limitations set forth in these policies. Board members are encouraged to notify the General Manager in advance when they plan to speak publicly in opposition to SMUD decisions and policies.
- f) Members should prepare themselves for Board deliberations.
- g) Board members shall discourage former Board members from attempting to influence the Board, individual Board members or staff, on behalf of any third party (other than a governmental entity) from whom the former Board member is receiving compensation, on any matter that the former Board member substantially participated in during his or her tenure with the Board. This provision shall not apply to: (i) communications by a former Board member acting in his or her capacity as an individual or ratepayer and for which the Board member receives no compensation; or (ii) communications with a former Board member who has not been a Board member for more than two years.

Monitoring Method: Board Report
Frequency: Semi-Annual

SSS No.
BOD 2021-001

BOARD AGENDA ITEM STAFFING SUMMARY SHEET

Committee Meeting & Date Policy 2021
Board Meeting Date 2021

TO	TO
1. Jennifer Davidson	6.
2. Paul Lau	7.
3.	8.
4.	9. Legal
5.	10. CEO & General Manager

Consent Calendar		Yes	<input checked="" type="checkbox"/>	No <i>If no, schedule a dry run presentation.</i>	Budgeted		Yes	No <i>(If no, explain in Cost/Budgeted section.)</i>
FROM (IPR) Nancy Bui-Thompson / Donna Lofton	DEPARTMENT Board Office			MAIL STOP B307	EXT. 5079	DATE SENT 12/22/2020		

NARRATIVE:

Requested Action: Enable the Board of Directors and Executive Staff an opportunity to review the Board Work Plan.

Summary: The Board President reviews the Board Work Plan at the Policy Committee meeting to ensure agenda items support the work of the Board.

Board Policy: This review of the work plan supports GP-6 Role of the Board President which states that the Board President *(Number & Title)* shall give progress reports on the Board's work plan.

Benefits: Reviewing the Work Plan allows the Board members and Executive staff to make changes to the Work Plan and Parking Lot items as necessary.

Cost/Budgeted: N/A

Alternatives: Not review the Work Plan at this time

Affected Parties: Board and Executive staff

Coordination: Donna Lofton

Presenter: Nancy Bui-Thompson, Board President

Additional Links:

SUBJECT Board Work Plan	ITEM NO. (FOR LEGAL USE ONLY)
----------------------------	-------------------------------

ITEMS SUBMITTED AFTER DEADLINE WILL BE POSTPONED UNTIL NEXT MEETING.

SSS No. BOD 2021-004

BOARD AGENDA ITEM

STAFFING SUMMARY SHEET

Committee Meeting & Date Policy 2021
Board Meeting Date N/A

TO	TO
1. Paul Lau	6.
2. Jennifer Davidson	7.
3.	8.
4.	9. Legal
5.	10. CEO & General Manager

Consent Calendar	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No	<i>If no, schedule a dry run presentation.</i>	Budgeted	<input type="checkbox"/>	Yes	No	<i>(If no, explain in Cost/Budgeted section.)</i>
-------------------------	--------------------------	------------	-------------------------------------	-----------	--	-----------------	--------------------------	------------	-----------	---

FROM (IPR) Heidi Sanborn / Donna Lofton	DEPARTMENT Board Office	MAIL STOP B307	EXT. 5079	DATE SENT 12/22/20
--	----------------------------	-------------------	--------------	-----------------------

NARRATIVE:

Requested Action: Provide a summary of committee direction from the Board to Staff.

Summary: During a Board discussion at the January 2017 Policy Committee, the Board requested having an on-going opportunity to do a wrap up period at the end of each committee meeting to summarize various Board member suggestions and requests that were made at the meeting in an effort to make clear the will of the Board. The Committee Chair will summarize Board member requests that come out of the committee presentations for this meeting.

Board Policy: GP-4 Agenda Planning states the Board will focus on the results the Board wants the organization to achieve.
(Number & Title)

Benefits: Having an agendaized opportunity to summarize the Board's requests and suggestions that arise during the committee meeting will help clarify what the will of the Board.

Cost/Budgeted: N/A

Alternatives: Not summarize the Board's requests at this meeting.

Affected Parties: Board of Directors and Executive Staff

Coordination: Donna Lofton, Special Assistant to the Board

Presenter: Heidi Sanborn, Policy Committee Chair

Additional Links:

SUBJECT Summary of Committee Direction	ITEM NO. (FOR LEGAL USE ONLY)
---	-------------------------------

ITEMS SUBMITTED AFTER DEADLINE WILL BE POSTPONED UNTIL NEXT MEETING.