

# Exhibit to Agenda Item #2

Board Monitoring: **Governance Process GP-8, Board Committee Principles.**

Board Policy Committee and Special SMUD Board of Directors Meeting  
Wednesday, June 8, 2022, scheduled to begin at 5:30 p.m.

Virtual Meeting (online)

# GP-8 Board Committee Principles

The Board may establish standing committees and the president may establish ad hoc committees based on need and input from the Board members.

## Compliance Scores:

High 5

Med

Low

Standing committees shall assist the Board in its ongoing work and activities. Standing committees shall be composed of three Board members, including a chair and vice-chair, who shall be appointed by the Board President. Any other Board member may attend and participate in the deliberations of any standing committee. Each standing committee shall have a charter describing the committee's purpose. If a standing committee lacks a quorum of members for any meeting, the President, Vice-President, or Committee chair, in that order, may appoint a non-committee Board member to serve on the Committee for that meeting.

## Compliance Scores:

High 5

Med

Low

**Ad hoc committees shall be created for a limited duration to address a specific topic of interest to the Board. Each ad hoc committee may be composed of two or three Board members, and shall include designation of a chair and a clear statement of purpose. Ad hoc committees are not required to provide public notice of their meetings under the Ralph M. Brown Act. Each ad hoc committee shall report back at a publicly noticed Board or standing committee meeting on its activities.**

**Compliance Scores:**

**High 4**

**Med 1**

**Low**

**Comment:**

**I think we only received a memo but never had a public report back at a publicly noticed board meeting about the ad hoc committee on possible retirement benefits and what other utilities offer for retirement benefits. - HS**

**Specifically:**

- a) All committees will ordinarily assist the Board by gaining education, considering alternatives and implications, and preparing policy alternatives.**
- b) Board committees may not speak or act for the Board except when formally given such authority for specific and time-limited purposes.**

**Compliance Scores:**

**High 5**

**Med**

**Low**

- c) Board committees cannot exercise authority over staff nor interfere with the delegation from the Board to the General Manager. Because the General Manager works for the full Board, he or she will not be required to obtain approval of a Board committee before an executive action.**

**Compliance Scores:**

**High 5**

**Med**

**Low**

- d) As a general rule, items scheduled for Board action (including items requested by a Board member) shall first be presented to a standing committee for review.
- e) Standing committees shall be reviewed at least annually by the Board to determine whether they should continue.

**Compliance Scores:**

**High 4**  
**Med 1**  
**Low**

- f) This policy applies to any group which is formed by Board action, whether or not it is called a committee and regardless whether the group includes Board members. It does not apply to committees formed under the authority of the General Manager.

**Compliance Scores:**

**High 5**  
**Med**  
**Low**