

Board Policy Committee

Meeting and Special SMUD

Board of Directors Meeting

Date: Wednesday, January 14, 2026

Time: Scheduled to begin at 6:00 p.m.

Location: SMUD Headquarters Building, Auditorium

6201 S Street, Sacramento, CA



Powering forward. Together.



AGENDA

BOARD POLICY COMMITTEE MEETING

AND SPECIAL SMUD BOARD OF DIRECTORS MEETING

Wednesday, January 14, 2026
SMUD Headquarters Building, Auditorium
6201 S Street, Sacramento, California
scheduled to begin at 6:00 p.m.

This Committee meeting is noticed as a joint meeting with the Board of Directors for the purpose of 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 Policy Committee's recommendation on the below agendized item(s):

Virtual Viewing or Attendance:

Live video streams (view-only) and indexed archives of meetings are available at:
<https://www.smud.org/Corporate/About-us/Company-Information/Board-Meetings/Watch-or-Listen-online>

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

Webinar/Meeting ID: 160 002 3728

Passcode: 695665

Phone Dial-in Number: 1-669-254-5252 or 1-833-568-8864 (Toll Free)

Verbal Public Comment:

Members of the public may provide verbal public comment by:

- Completing a sign-up form at the table outside of the meeting room and giving it to SMUD Security.
- Using the “Raise Hand” feature in Zoom (or pressing *9 while dialed into the telephone/toll-free number) during the meeting at the time public comment is called. Microphones will be enabled for virtual or telephonic attendees when the commenter’s name is announced.

Written Public Comment:

Members of the public may provide written public comment on a specific agenda item or on items not on the agenda (general public comment) by submitting comments via email to PublicComment@smud.org or by mailing or bringing physical copies to the meeting. Email is not monitored during the meeting. Comments will not be read into the record but will be provided to the Board and placed into the record of the meeting if received within two hours after the meeting ends.

DISCUSSION ITEM

1. Rosanna Herber	Board Monitoring: Governance Process GP-5, Election of Board President and Vice President; Governance Process GP-6, Role of the Board President; and Governance Process GP-9, Board Committee Chairs. Presentation: 5 minutes Discussion: 5 minutes
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INFORMATIONAL ITEMS

2. Dave Tamayo	Board Work Plan. Discussion: 10 minutes
3. Public Comment	
4. Rosanna Herber	Summary of Committee Direction. Discussion: 1 minute

Members of the public shall have up to three (3) minutes to provide public comment on items on the agenda or items not on the agenda, but within the jurisdiction of SMUD. The total time allotted to any individual speaker shall not exceed nine (9) minutes.

Members of the public wishing to inspect public documents related to agenda items may click on the Information Packet link for this meeting on the smud.org website or may call 1-916-732-7143 to arrange for inspection of the documents at the SMUD Headquarters Building, 6201 S Street, Sacramento, California.

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 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 1-916-732-7143, no later than 48 hours before this meeting.

SSS No. BOD 2026-001

BOARD AGENDA ITEM

STAFFING SUMMARY SHEET

Committee Meeting & Date
Policy – 01/14/26Board Meeting Date
N/A

TO					TO						
1.	Brandy Bolden				6.						
2.	Farres Everly				7.						
3.	Suresh Kotha				8.						
4.					9.	Legal					
5.					10.	CEO & General Manager					
Consent Calendar		<input checked="" type="checkbox"/>	Yes	X	No If no, schedule a dry run presentation.		Budgeted	X	Yes	No (If no, explain in Cost/Budgeted section.)	
FROM (IPR) Bryanna Schaefer / Crystal Henderson					DEPARTMENT Board Office				MAIL STOP B304	EXT. 5424	DATE SENT 12/18/25
NARRATIVE:											
<p>Requested Action: Allow the Board of Directors and Executive staff an opportunity to discuss and consider draft language for Governance Process GP-5, Election of Board President and Vice President, Governance Process GP-6, Role of the Board President, and Governance Process GP-9, Board Committee Chairs as part of the Board policy monitoring process.</p> <p>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.</p> <p>Board Policy: This monitoring supports Governance Process GP-2, Governance Focus, which states that, “[t]he Board (Number & Title) will direct, evaluate and inspire the organization through the establishment of written policies reflecting the Board’s values.”</p> <p>Benefits: Monitoring policies helps ensure the policies are current and in keeping with the current will of the Board.</p> <p>Cost/Budgeted: Included in budget.</p> <p>Alternatives: Not to review policies at this time.</p> <p>Affected Parties: Board of Directors</p> <p>Coordination: Board Office</p> <p>Presenter: Rosanna Herber, Policy Committee Chair</p>											

Additional Links:

SUBJECT	ITEM NO. (FOR LEGAL USE ONLY)
Board Policy Monitoring – GP-5, GP-6, and GP-9	

ITEMS SUBMITTED AFTER DEADLINE WILL BE POSTPONED UNTIL NEXT MEETING.

Category: Governance Process

Policy No.: GP-5

Title: Election of Board President and Vice President

The Board shall elect each year a president and vice president to preside over it, under the following terms and conditions:

- a) The nominations for and selection of president and vice president for the ensuing year shall be accomplished by the Board no later than the first regularly scheduled meeting in January.
- b) The president and vice president shall be elected upon a vote of four or more Board members voting in approval.
- c) The terms of president and vice president shall be for a period of one year or until such time as a successor has been selected pursuant to these rules.
- d) The president may serve no more than one full term in succession.
- e) During the absence of the president, the vice president will preside, and, in the event that both the president and vice president are absent, the members present shall select one of their members to act as president pro tem.
- f) In the event that the office of either president or vice president becomes vacant, the Board, within 30 days from the date of such vacancy, will select one of its members to fill the remainder of the term of that office. A member that fills the remainder of a term of the office of president or vice president shall be eligible to serve one full term in that same office the following year if so nominated and selected.
- g) The president and/or vice president shall be recalled upon a vote of four or more Board members voting to recall. Nomination and election of a new president and/or vice president shall occur within 30 days from the date of the vote to recall.

Monitoring Method: Board Report

Frequency: Annual

Versioning:

December 19, 2002	Resolution No. 02-12-14	Date of Adoption.
October 16, 2003	Resolution No. 03-10-14	Date of Revision.
September 21, 2023	Resolution No. 23-09-02	Date of Revision.
February 15, 2024	Resolution No. 24-02-02	Date of Revision.
March 20, 2025	Resolution No. 25-03-01	Date of Revision. [Current Policy]

Category: Governance Process

Policy No.: GP-6

Title: Role of the Board President

The President of the Board shall assure the integrity of the Board's processes and assure Board representation to outside parties:

Specifically:

- a) The President shall ensure that the Board behaves consistently within its own rules and policies, and those legitimately imposed on it from outside the organization.
- b) The President shall preside over and facilitate Board meetings.
- c) The President shall ensure that meeting discussion focuses on those issues which, according to Board policy, belong to the Board to decide.
- d) The President shall ensure that deliberation is fair, open and thorough, but also timely, orderly and kept to the point.
- e) The President shall appoint the chairs of standing committees.
- f) The President shall schedule and coordinate the annual process of evaluating the Chief Executive Officer and General Manager (CEO).
- g) The President shall ensure that the Board's agendas meet the goals of the annual work plan.
- h) The President shall ensure a process is in place for regularly evaluating the Board's adherence to Board policies.
- i) The President shall ensure Board meeting procedures are adopted.
- j) The President shall ensure the Board is effectively represented to outside stakeholders, organizations, and other groups.
- k) The President has no authority to supervise or direct the CEO, apart from authority expressly granted him or her by the Board.
- l) The President may delegate his or her authority, but remains accountable for its use.

Monitoring Method: Board Report

Frequency: Annual

Versioning:

December 19, 2002	Resolution No. 02-12-14	Date of Adoption.
October 16, 2003	Resolution No. 03-10-14	Date of Revision.
June 3, 2004	Resolution No. 04-06-07	Date of Revision.
January 12, 2006	Resolution No. 06-01-04	Date of Revision.
December 21, 2006	Resolution No. 06-12-14	Date of Revision.
January 20, 2011	Resolution No. 11-01-08	Date of Revision.
February 20, 2014	Resolution No. 14-02-10	Date of Revision.
March 17, 2020	Resolution No. 20-03-03	Date of Revision.
September 21, 2023	Resolution No. 23-09-02	Date of Revision.
February 20, 2025	Resolution No. 25-02-02	Date of Revision. [Current Policy]

SMUD BOARD POLICY



Category: Governance Process
Policy No.: GP-9
Title: Board Committee Chairs

The committee chairs shall preside over and facilitate committee meetings.

Specifically:

- a) Standing committee chairs shall approve the annual calendar of committee meetings.
- b) Standing committee meetings are generally scheduled monthly or as determined by the committee chair in consultation with the Board President and Board Office.
- c) Committee chairs shall reschedule and cancel meetings, in consultation with the Board President and Board Office.
- d) Committee chairs shall ensure that committee meetings focus on those issues which, according to Board policy, belong to the Board to decide.
- e) Committee chairs shall ensure that discussion is fair, open and thorough, but also timely, orderly, and kept to the point.
- f) Standing committee chairs shall present the committee results to the Board at the Board meeting following the committee meeting, as necessary.
- g) Standing committee chairs shall review the committee agenda prior to circulation of the public notice of the meeting.

Monitoring Method: Board Report

Frequency: Annual

Versioning:

December 19, 2002	Resolution No. 02-12-14	Date of Adoption.
October 16, 2003	Resolution No. 03-10-14	Date of Revision.
June 3, 2004	Resolution No. 04-06-07	Date of Revision.
January 12, 2006	Resolution No. 06-01-06	Date of Revision.
February 18, 2021	Resolution No. 21-02-07	Date of Revision.
September 21, 2023	Resolution No. 23-09-02	Date of Revision. [Current Policy]

SSS No. BOD 2026-004

BOARD AGENDA ITEM

STAFFING SUMMARY SHEET

Committee Meeting & Date
POLICY - 2026Board Meeting Date
N/A

TO					TO						
1.	Brandy Bolden				6.						
2.	Farres Everly				7.						
3.	Suresh Kotha				8.						
4.					9.	Legal					
5.					10.	CEO & General Manager					
Consent Calendar		<input checked="" type="checkbox"/>	Yes	X	No If no, schedule a dry run presentation.		Budgeted	X	Yes	No (If no, explain in Cost/Budgeted section.)	
FROM (IPR) Bryanna Schaefer / Crystal Henderson					DEPARTMENT Board Office				MAIL STOP B307	EXT. 5424	DATE SENT 12/18/25
NARRATIVE:											
<p>Requested Action: Enable the Board of Directors and Executive Staff an opportunity to review the Board Work Plan.</p> <p>Summary: The Board President reviews the Board Work Plan at the Policy Committee meeting to ensure agenda items support the work of the Board.</p> <p>Board Policy: This review of the Work Plan supports Governance Process GP-4, Board/Committee Work Plan and (Number & Title) Agenda Planning (GP-4), which states that 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 that will be regularly reviewed by the Board or a standing committee. GP-4 and Governance Process GP-6, Role of the Board President, states that the [Board] President shall ensure that the Board's agendas meet the goals of the annual work plan.</p> <p>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.</p> <p>Cost/Budgeted: Included in budget.</p> <p>Alternatives: Not review the Work Plan at this time.</p> <p>Affected Parties: Board of Directors and Executive Office</p> <p>Coordination: Board Office</p> <p>Presenter: Dave Tamayo, Board President</p>											

Additional Links:

SUBJECT	Board Work Plan	ITEM NO. (FOR LEGAL USE ONLY)
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ITEMS SUBMITTED AFTER DEADLINE WILL BE POSTPONED UNTIL NEXT MEETING.

SSS No. BOD 2026-005

BOARD AGENDA ITEM

STAFFING SUMMARY SHEET

Committee Meeting & Date
POLICY - 2026Board Meeting Date
N/A

TO					TO						
1.	Brandy Bolden				6.						
2.	Farres Everly				7.						
3.	Suresh Kotha				8.						
4.					9.	Legal					
5.					10.	CEO & General Manager					
Consent Calendar		<input checked="" type="checkbox"/>	Yes	X	No If no, schedule a dry run presentation.		Budgeted	X	Yes	No (If no, explain in Cost/Budgeted section.)	
FROM (IPR) Bryanna Schaefer / Crystal Henderson					DEPARTMENT Board Office				MAIL STOP B304	EXT. 5424	DATE SENT 12/18/25
NARRATIVE:											
<p>Requested Action: A summary of directives is provided to staff during the committee meeting.</p> <p>Summary: The Board requested an ongoing 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 to make clear the will of the Board. The Policy Committee Chair will summarize Board member requests that come out of the committee presentations for this meeting.</p> <p>Board Policy: Governance Process GP-4, Board/Committee Work Plan and Agenda Planning states the Board will focus (Number & Title) on the results the Board wants the organization to achieve.</p> <p>Benefits: Having an agenized opportunity to summarize the Board's requests and suggestions that arise during the committee meeting will help clarify what the will of the Board.</p> <p>Cost/Budgeted: Included in budget.</p> <p>Alternatives: Not to summarize the Board's requests at this meeting.</p> <p>Affected Parties: Board of Directors and Executive Office</p> <p>Coordination: Board Office</p> <p>Presenter: Rosanna Herber, Policy Committee Chair</p>											

Additional Links:

SUBJECT	Summary of Committee Direction – Policy Committee	ITEM NO. (FOR LEGAL USE ONLY)
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ITEMS SUBMITTED AFTER DEADLINE WILL BE POSTPONED UNTIL NEXT MEETING.