

# **Board Policy Committee Meeting and Special SMUD Board of Directors Meeting**

**Date:** Wednesday, May 13, 2026

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

**Location:** SMUD Headquarters Building, Auditorium  
6201 S Street, Sacramento, CA

# **AGENDA**

## **BOARD POLICY COMMITTEE MEETING AND SPECIAL SMUD BOARD OF DIRECTORS MEETING**

**Wednesday, May 13, 2026**  
**SMUD Headquarters Building, Auditorium**  
**6201 S Street, Sacramento, California**  
**scheduled to begin at 6:00 p.m.**

**Remote Telephonic Location:**  
**100 West Michigan Avenue**  
**Kalamazoo, MI 49007**

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 agenda 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: 165 615 1920**

**Passcode: 267243**

**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](mailto: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 ITEMS**

1. Matthew Powell  
Dr. Markisha Webster      Discuss the monitoring report for **Strategic Direction SD-8, Employee Relations.**  
Presentation: 22 minutes  
Discussion: 10 minutes
2. Matthew Powell      Discuss the monitoring report for **Strategic Direction SD-12, Ethics.**  
Presentation: 7 minutes  
Discussion: 3 minutes

### **INFORMATIONAL ITEMS**

3. Matthew Powell      Brief the Board on the status of vacant positions in accordance with Assembly Bill (AB) 2561, i.e., Government Code section 3502.3.  
Presentation: 5 minutes  
Discussion: 3 minutes

### **DISCUSSION ITEMS (cont.)**

4. Joe Schofield      Discuss approving proposed revisions to the **Meeting Procedures of the SMUD Board of Directors.**  
Presentation: 7 minutes  
Discussion: 2 minutes
5. Rosanna Herber      Board Monitoring: **Governance Process GP-11, Board Review of Internal Records; Governance Process GP-14, External Auditor Relationship; and Board-Staff Linkage BL-5, Unity of Control.**  
Presentation: 10 minutes  
Discussion: 2 minutes

### **INFORMATIONAL ITEMS (cont.)**

6. Rob Kerth      Board Work Plan.  
Discussion: 7 minutes
7. Public Comment
8. 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](http://smud.org) website or may call 1-916-732-6155 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 [Nicole.Looney@smud.org](mailto:Nicole.Looney@smud.org), or contact by phone at 1-916-732-6055, no later than 48 hours before this meeting.*



SSS No. PSS 26-004

# BOARD AGENDA ITEM

## STAFFING SUMMARY SHEET

Committee Meeting Date  
Policy – 05/13/26

Board Meeting Date  
May 21, 2026

TO				TO			
1.	Claire Rogers	6.	Farres Everly				
2.	Matthew Powell	7.					
3.	Jose Bodipo-Memba	8.					
4.	Suresh Kotha	9.	<b>Legal</b>				
5.	Brandy Bolden	10.	<b>CEO &amp; General Manager</b>				

<b>Consent Calendar</b>	X	<b>Yes</b>		<b>No</b> <i>If no, schedule a dry run presentation.</i>	<b>Budgeted</b>	X	<b>Yes</b>		<b>No</b> <i>(If no, explain in Cost/Budgeted section.)</i>
FROM (IPR)	DEPARTMENT			MAIL STOP	EXT.	DATE SENT			
Matthew Powell	People Services & Strategies			B251	5371	04/17/26			

**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 Strategic Direction SD-8, Employee Relations, and confirms that SMUD is developing and maintaining a high quality, inclusive workplace that engages and inspires employees to commit to SMUD’s purpose, vision, and values.

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

**Benefits:** Provide the Board 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:** Contained in the budget for internal labor.

**Alternatives:** Provide via written report through the Chief Executive Officer and General Manager.

**Affected Parties:** All SMUD employees

**Coordination:** People Services & Strategies; DEIB, Learning, & Sustainable Communities

**Presenter:** Matthew Powell, Manager, Classification, Compensation and Performance  
Dr. Markisha Webster, Director, DEIB, Learning, & Sustainable Communities

**Additional Links:**

SUBJECT	<b>SD-8, Employee Relations Board Monitoring Report</b>		ITEM NO. <i>(FOR LEGAL USE ONLY)</i>
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ITEMS SUBMITTED AFTER DEADLINE WILL BE POSTPONED UNTIL NEXT MEETING.

# SACRAMENTO MUNICIPAL UTILITY DISTRICT

## OFFICE MEMORANDUM

**TO:** Board of Directors

**DATE:** April 27, 2026

**FROM:** Claire Rogers *CR 4/27/26*

**SUBJECT: Audit Report No. 28008025  
Board Monitoring Report; SD-8: Employee Relations**

Internal Audit Services (IAS) received the SD-8 *Employee Relations* 2025 Annual Board Monitoring Report and performed the following:

- Selected a sample of statements and assertions in the report for review.
- Compared sample to the corresponding supporting documentation to identify potential discrepancies.

All items sampled within the SD Report aligns with the supporting documentation provided at the time of review.

**CC:**

Paul Lau

# **Board Monitoring Report 2025 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.**

SMUD is thoughtfully evolving how we attract, retain, engage, and develop our employees while balancing the need for agility, stability, and care. After several years of strengthening our people strategies through improved data, intentional partnerships, and sustained investment, the 2025 outcomes in this report reflect steady progress and resilience. Despite ongoing complexities in the broader political and economic landscapes, our programs continue to foster engagement, support development, and reinforce SMUD’s reputation as an employer of choice.

<b>SD Support</b> (Program, Policy, Procedure or Initiative)	<b>SD Requirement(s)</b>	<b>Purpose</b>	<b>Outcome</b>	<b>Notes</b>
<b>Education Outreach</b>	a) Attract and retain qualified, diverse workforce b) Promote and engage employees in inclusion, diversity e) Broad mix of recruiting communication and outreach	Train future energy leaders; increase STEM awareness and curiosity; engage the community in SMUD's 2030 Zero Carbon Plan; promote new tech/SMUD programs; increase customer engagement and value	Engaged 25,506 educators, students, and families in learning about SMUD's Zero Carbon effort and related energy industry careers	We engaged 23,629 students in 2024 and now include educators and families in our reporting to better capture all the community members learning about zero carbon.
<b>Career Ambassador Program</b>	a) Attract and retain qualified, diverse workforce b) Promote and engage employees in inclusion, diversity e) Broad mix of recruiting communication and outreach	Increase future workforce talent while simultaneously engaging employees through early outreach & connection with future pipeline (K-12, college, and community)	Reached 8,624 students and community members at 107 Career Ambassador outreach events (105 in-person, 2 virtual).	Down from 12,659 members and 147 total events in 2024. Staff saw reduced attendance at college events, as well as fewer virtual event opportunities (18 in 2024). They also prioritized events with greater strategic alignment and meaningful exchanges within the community.
<b>Talent Acquisition</b>	a) Attract and retain qualified, diverse workforce b) Promote and engage employees in inclusion, diversity e) Broad mix of recruiting communication and outreach	Attract, identify, secure, and retain talent that enables SMUD to deliver on its strategic directives	Managed 590 hiring requisitions, screening a total of 39,611 applications - 5,592 internal applications - 34,019 external applications	Applications screened increased by 41% and internal applications more than doubled (2,488 in 2024).
<b>Internships</b>	a) Attract and retain qualified, diverse workforce b) Promote and engage employees in inclusion, diversity e) Broad mix of recruiting communication and outreach	Strengthen talent pipeline by immersing students of varied backgrounds in SMUD's culture and careers	5,126 college intern applicants, 85 college interns hired  250 high school intern applicants, 12 high school interns hired	Increased college intern hires (up from 76 in 2024)  High school intern hires remained steady (13 in 2024)

Regional Workforce Development	a) Attract and retain qualified, diverse workforce b) Promote and engage employees in inclusion, diversity e) Broad mix of recruiting communication and outreach	Develop workforce training and partnerships to support readiness and skills for a zero carbon economy; help close economic disparity gaps by creating equitable access to resulting economic growth	Partnered with 44 community organizations to deploy workforce development and training, reaching 7,787 youth & adults and training 4,012 in work-readiness and technical skills. Placed 834 trainees into new careers	Partnerships prioritized utility, trades, and clean energy-related training programs that aligned with SMUD's zero-carbon plan while still balancing the need to support holistic economic growth and diverse career pathways.
Skilled Trades Apprenticeship Programs	a) Attract and retain qualified, diverse workforce c) Workforce personal and professional development	Engage SMUD employees in personal and professional development through formal apprenticeship	Managed training plans, on-the-job training hours, and classroom instruction for more than 125 apprentices, 32 of which were new in 2025 <ul style="list-style-type: none"> <li>- 5 Lineworkers</li> <li>- 4 Cable Splicers</li> <li>- 6 Electrical Technician</li> <li>- 1 Engineering Designer</li> <li>- 3 Hydro High Voltage Electricians</li> <li>- 2 Hydro Plant Mechanics</li> <li>- 2 Hydro Plant Operators</li> <li>- 1 Hydro Elec Tech</li> <li>- 8 High Voltage Electricians</li> </ul>	Continued to increase apprenticeships in 2025 (compared to 110 in 2024), necessitated by industry trends and successful workforce planning efforts.
Corporate Learning & Development Curriculum	a) Attract and retain qualified, diverse workforce b) Promote and engage employees in inclusion, diversity c) Workforce personal and professional development d) Employee engagement	Develop skills and leadership competencies that will support SMUD's current and future business strategy	Employees averaged 46 hours of training throughout 2025 <ul style="list-style-type: none"> <li>- 11 hours of mandatory training</li> <li>- 35 hours of non-mandatory training</li> </ul>	Previous reporting reflected calculations for one-day classes totaling 24hrs instead of 8hrs. With the implementation of more accurate tracking and reporting, this year's totals reflect a truer baseline compared to 76 average hours in 2024.

Internal & External Leadership Programs	a) Attract and retain qualified, diverse workforce b) Promote and engage employees in inclusion, diversity c) Workforce personal and professional development d) Employee engagement	Provide experiential learning opportunities to develop leadership, and support collaboration and philanthropy in the community	37 employees completed or graduated from 13 different local and regional leadership development programs	Up from 29 employees in 2024. NextGen Empower U and Leadership Citrus Heights were added as additional development opportunities in 2025, and SMUD's Field Leader Training is now accounted for among graduates.
Education Assistance	a) Attract and retain qualified, diverse workforce c) Workforce personal and professional development d) Employee engagement	Support employee continued education to attract & retain a highly qualified workforce	70 employees used the Education Assistance Tuition Reimbursement (EATR) program	Down from 99 employees in 2025. Four employees earned their Masters degree; six earned their Bachelors. We're partnering with Career Development & Learning to support program utilization.
Employee Engagement	a) Attract and retain qualified, diverse workforce b) Promote and engage employees in inclusion, diversity d) Employee engagement	Create an environment where all employees feel psychologically safe and a sense of belonging	99% of leaders developed action plans in response to 2024 Employee Engagement Survey feedback	The top action plan themes were: process improvement, communication, growth & development, cross-functional collaboration, and team engagement
Employee Resource Groups (ERGs)	b) Promote and engage employees in inclusion, diversity c) Workforce personal and professional development d) Employee engagement	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	63 ERG events attended by an estimated 1,150 employees to increase cultural awareness, foster a sense of support and belonging, and promote employee engagement	Up from 47 events in 2024. Participation increased by 150+ employees. Events focused on member participation, cultural awareness, belonging, and engagement.
Code of Business Ethics and Employee Conduct	a) Attract and retain qualified, diverse workforce d) Employee engagement f) Maintain and communicate policies re: staff expectations, grievances	Equip employees with an easy-to-read explanation of SMUD's values and expectations for employee behavior	100% of all employees that report to SMUD campuses received and acknowledged code of ethics and conduct	Code supplements SMUD's state law-mandated Conflict of Interest Code

Workforce Demographics Reporting	g) Reporting on demographics, SMUD and regional workforce trends, veterans	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
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### 3. Additional Supporting Information

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

### 4. Challenges

We continue to see strong engagement across our workforce programs, with employees actively participating in continuous learning, leadership development, and DEIB initiatives that support a culture of belonging and growth. At the same time, we're seeing broader external trends impact our programming in subtle ways: fewer partner events and attendance, fewer employees choosing to leverage SMUD benefits to pursue higher education, and benchmarking remains complex as available standards continue to lag behind the more contemporary workforce data we track. Even within this context, increased interest from both internal and external applicants reinforces our position as an employer of choice, reflecting the value of the experiences and opportunities we provide.

### 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.

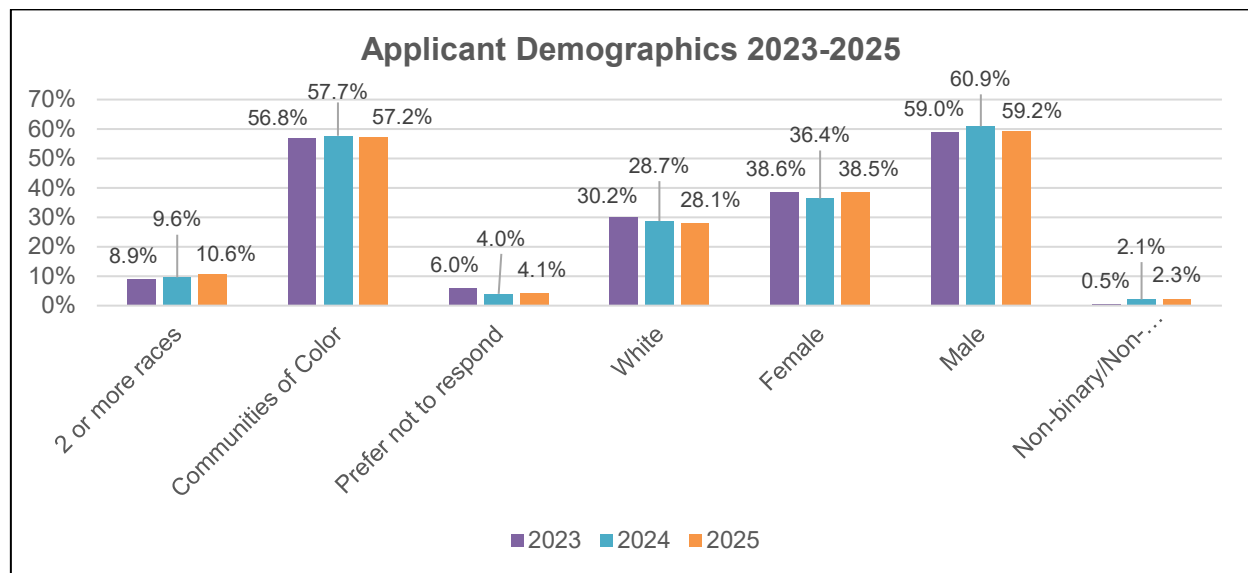
*It is recommended the Board accept the monitoring report for Strategic Direction 8.*

## Appendix

### Recruitment

The Talent Acquisition team partnered with hiring managers to conduct a total of 531 hiring consultations in 2025. Structured consultations for all processes and a clear recruitment process contributed to maintaining or even reducing hiring cycle times despite several senior leader recruitments throughout the year. These leadership recruitments include extensive consulting and collaborative planning to ensure a thorough search for the right talent.

In addition to traditional email blasts, job board postings, social media ads, and internal employee communication channels, we continued to leverage our third-party software solution Circa to efficiently advertise jobs and internships to partners, schools, and community organizations within a 150-mile radius of SMUD. Applicant demographics held relatively steady compared to 2024, with slight increases in 2 or More Races, Prefer Not to Respond, Female, and Non-Binary/Non-Conforming categories.



### Early Talent Programs

We continue to collaborate with local colleges and high schools to expand outreach and create clear pathways into the utility sector. We reached 1,070 students after partnering with 10 colleges and universities in 2025. This past year, we streamlined oversight of the Career Ambassador program and appointed a single coordinator, supporting greater strategic alignment. We overhauled the program's strategic plan to prioritize attending events that afforded meaningful exchanges with the community. And with the help of Circa to supplement our outreach efforts, SMUD fielded 5,300+ college and high school intern applications for 97 coveted spots.

Examples of contributions made by the most recent cohort of interns include:

- Completing AutoCAD engineering drawings for construction projects
- Supporting SAP Service Cloud data integrity
- Conducting grid evaluations for commercial electrification projects

- Creating a centralized nonprofit database of contacts
- And facilitating trades education for the Language Academy of Sacramento

### **Diversity, Equity, Inclusion & Belonging (DEIB)**

SMUD Employee Resource Groups (ERGs) are voluntary, employee-led groups whose aim is to enhance diversity, equity, inclusion, and belonging within our workforce. ERGs are for all employees and are formed around groups with common identities and characteristics, which can include, but are not limited to, protected classes or other underrepresented groups determined by SMUD’s demographic and employment data.

Current ERGs 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)
- Emerging Professionals Resource Group (YP)
- Parents ERG
- Allies and Diverse Abilities Partnering Together (ADAPT)
- Men’s ERG

There were several notable events in 2025:

- 2<sup>nd</sup> Annual Diversity Day ERG Recruitment Fair was attended by 220 employees with over 70 employees signing up to be new members on at least one or more ERGs
- 2<sup>nd</sup> Annual ERG Leadership Retreat attended by 45 employees and several senior leaders
- Two community ERG Summits, where SMUD presented ERG insights and best practices to 200 community ERG leaders
- Two workforce development workshops where BERG leaders partnered with Talent Acquisition to connect with 43 community members

### **Employee Engagement Survey**

SMUD conducts routine engagement surveys to ensure we’re continuing to cultivate a diverse and engaged workforce. The last survey, conducted in fall of 2024, showed notable improvements in: employee growth and development; employees experiencing trust and respect from their supervisors; and DEIB questions related to respectful interactions, inclusive environments, and belonging. Amid a year filled with tremendous change, we saw two statistically significant declines in scores for: employees feeling cared about as a person; and feeling like senior leaders care about the employee experience.

SMUD committed to addressing these opportunities by establishing a 2025 enterprise goal for all leaders to complete engagement action plans. A total of 343 team-level plans were created in January of 2025 and nearly all leaders (99%) shared their progress on those plans throughout the year.

At the organizational level, we combined feedback from the engagement survey, 11

employee listening sessions, and leader surveys to focus on two processes key to SMUD's culture and collaboration:

- Procurement Process – We formed a Tiger Team of 20 employees aimed at improving training and processes, accessibility of information and guidelines, and transparency of status and expected timelines.
- Performance Management Program – With the help of an Artificial Intelligence (AI) experiential consultant, we implemented technology and training to support leaders with AI-assisted language modeling and insights.

### **Leadership Development**

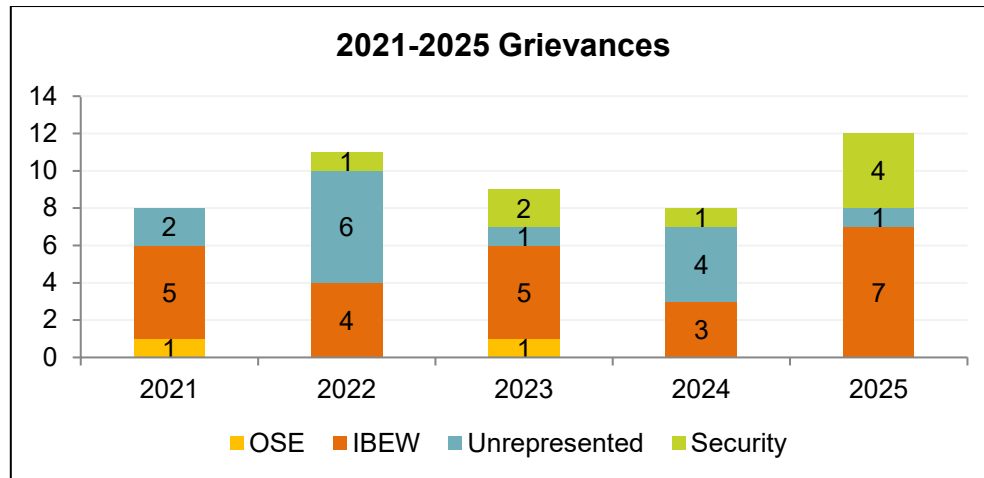
To provide experiential learning opportunities that develop leadership, and support collaboration and philanthropy in the community, SMUD currently supports 13 different leadership programs: Nehemiah Emerging Leaders, Western Energy Institute (WEI) Business Acumen for Emerging Leaders, WEI Utility Business Essentials, Asian Pacific Chamber Catalyst program, Leadership Rancho Cordova program, Leadership Elk Grove, Leadership Sacramento, Creciente Leadership Program (formerly Nueva Epoca), Leadership Folsom, NextGen Empower U, Leadership Citrus Heights, and SMUD's own Field Leader Training and Building Leadership Talent programs. A selection process is conducted annually to match applicants with a program that effectively meets their development needs and SMUD's business objectives, and individuals that sit on selection panels are required to complete unconscious bias training.

### **Wellness**

SMUD continues to invest in wellness offerings that support the physical, mental, social, and financial wellbeing of our employees. The Wellness Centers at both the Headquarters and East Campus Operations Center locations are available at no cost and hours expanded to seven days a week in 2025, serving more than 1,150 employees. SMUD also launched a new Health Assessment Program through WellRight. We saw participation more than double, with 562 employees enrolled in the 2025 program.

## Conduct & Grievances

In addition to SMUD's Code of Business Ethics and Employee Conduct, the Employee and Labor Relations teams provide daily guidance and counsel to ensure all employees (represented and unrepresented) understand SMUD policies and procedures, and their responsibilities with respect to the Code of Ethics. The teams resolved a total of 12 grievances in 2025, up from 8 in 2024.



## SMUD Workforce Demographics

The following *SD-8 Total Workforce Demographics* and *SD-8 Veteran Demographics* tables are consistent with federally mandated reporting and include benchmarks for Sacramento's available workforce and total population. Reporting excludes casual positions and members of the Board of Directors.

The 2024 SMUD demographics, shown here and in subsequent tables, were updated this year upon learning that last year's data was extracted from a field in our workforce technology that is now decommissioned. This issue has been resolved, and we now have 2 years of expanded workforce demographics for a closer look at the makeup of our workforce.

As a reminder, demographic shifts are the cumulative result of several factors including new hires, separations, retirements, and ongoing employee updates to their demographic identifiers in SMUD's workforce technology.

## SD-8 Total Workforce Demographics 2021-2025

Calendar Year	Gender		Race/Ethnicity						
	Male	Female	White	Black or African American	Hispanic or Latino	Asian	Native Hawaiian or Pacific Islander	American Indian or Alaska Native	2 or more Races
2021	66%	34%	57%	7%	15%	15%		1%	5%
2022	67%	33%	56%	7%	16%	15%		1%	5%
2023	66%	34%	55%	7%	16%	16%		1%	5%
2024	65.2%	34.4%	51.8%	6.9%	15.9%	14.2%	0.9%	0.6%	5.7%
2025	64.8%	34.8%	50.4%	6.6%	16.7%	14.0%	1.1%	0.6%	6.3%
Sac Pop. 2024*	49.2%	50.8%	39.0%	8.8%	24.6%	18.7%	1.1%	0.2%	7.6%
Sac Civ. 2024**	52.1%	47.9%	39.7%	8.2%	24.6%	19.3%	-	-	-

\*Total Sacramento County Population data derived from 2024 American Community Survey, 1-Year Estimate.

\*\*Sacramento County Civilian labor force data derived from 2024 American Community Survey, 1-Year Estimate. Data represents residents aged 16 and older, and excludes houseworkers, unpaid volunteers, institutionalized individuals, and U.S. Armed Forces Active Duty.

Benchmark data was derived from the 2024 American Community Survey which does not include Middle Eastern or North African. Additionally, there is not complete data available for Native Hawaiian or Pacific Islander; American Indian or Alaska Native; or 2 or More Races for the civilian labor force. "Prefer Not to Respond" and "Non-binary/Non-confirming" responses are excluded from this table, as federal reporting requirements do not recognize these categories. Totals may not equal 100%.

## SMUD's Veteran Workforce

Veterans are a small but important part of SMUD's workforce. In 2025, we attended 4 vet-specific events to help them with tools to enter civilian careers, including the California Employment Development Department's VetNet Series and Sacramento Veteran Employee Resource Groups. We leveraged the Circa platform to complete outreach to 602 veteran organizations last year, sending more than 4,100 email announcements about SMUD jobs. We ultimately hired 8 veterans.

### SD-8 Veteran Demographics 2021-2025

Calendar Year	Gender		Race/Ethnicity						
	Male	Female	White	Black or African American	Hispanic or Latino	Asian	Native Hawaiian or Pacific Islander	American Indian or Alaska Native	2 or more Races
2021	91%	9%	58%	6%	13%	13%		0%	9%
2022	90%	10%	56%	6%	13%	15%		0%	10%
2023	91%	9%	56%	5%	12%	16%		0%	11%
2024	82.3%	16.9%	46.2%	6.9%	13.8%	12.3%	3.1%	0.8%	11.5%
2025	83.8%	15.4%	47.7%	6.2%	15.4%	10.8%	3.1%	0.0%	11.5%
CA Vets*	89.3%	10.7%	57.0%	10.0%	14.4%	7.9%	0.5%	1.0%	9.3%

*"Prefer Not to Respond" and "Non-binary/Non-confirming" responses are excluded from this table, as federal reporting requirements do not recognize these categories. Totals may not equal 100%.*

*\*Prefer Not to Respond responses*

*\*\*CA Vets VetPop2023 State Race/Ethnicity Data, 8L does not include Middle Eastern or North African as a race/ethnicity category*

## Workforce Turnover

SMUD's turnover remained steady at 5.2% in 2025 compared to 5.1% in 2024 and continues to rank below the industry benchmark of 8.4%.

## Completing the Employee Lifecycle

To help identify strengths and opportunities across the organization, we continued the voluntary voice-to-voice exit interviews for departing employees. In 2025 we interviewed 63 employees who elected to share feedback on their experiences at SMUD.

- 100% of all exiting employees would recommend SMUD to a friend or colleague.
- 89% of exiting employees would consider returning to SMUD if the conditions were right.
- 8% of employees specified that they were leaving because they were dissatisfied with some part of their job - either promotional opportunities, remote work limitations, or work/life balance in their specific job.

## Supplemental Reporting for an Inclusive Culture

Thanks to the advanced reporting capabilities of our workforce software, SMUD is able to embrace practices that align with contemporary standards for a diverse and highly qualified workforce. This includes the additional monitoring and reporting of data for Non-binary/Non-conforming, Middle Eastern or North African, and for those who prefer not to respond to Gender or Race/Ethnicity questions. SMUD recognizes the importance of collecting data that reflects a wider range of identities and preferences.

### Supplemental Total Workforce Demographics 2024-2025

Calendar Year	Gender				Race/Ethnicity								
	Male	Female	Non-binary/ Non-conforming	Prefer Not to Respond	White	Black or African American	Hispanic or Latino	Asian	Native Hawaiian or Pacific	American Indian or Alaska Native	Middle Eastern or North African	2 or more Races	Prefer Not to Respond
2024	65.2%	34.4%	0.1%	0.3%	51.8%	6.9%	15.9%	14.2%	0.9%	0.6%	0.2%	5.7%	3.9%
2025	64.8%	34.8%	0.1%	0.3%	50.4%	6.6%	16.7%	14.0%	1.1%	0.6%	0.3%	6.3%	4.0%
Sac Pop. 2024*	49.2%	50.8%	-	-	39.0%	8.8%	24.6%	18.7%	1.1%	0.2%	-	7.6%	-
Sac Civ. 2024**	52.1%	47.9%	-	-	39.7%	8.2%	24.6%	19.3%	-	-	-	-	-

\*Total Sacramento County Population data derived from 2024 American Community Survey, 1-Year Estimate.

\*\*Sacramento County Civilian labor force data derived from 2024 American Community Survey, 1-Year Estimate. Data represents residents aged 16 and older, and excludes houseworkers, unpaid volunteers, institutionalized individuals, and U.S. Armed Forces Active Duty.

Benchmark data was derived from the 2024 American Community Survey which does not include fields for Non-binary/Non-conforming, Prefer Not to Respond, or Middle Eastern or North African. Additionally, there is not complete data available for Native Hawaiian or Pacific Islander; American Indian or Alaska Native; or 2 or More Races for the civilian labor force.

### Supplemental Veteran Demographics 2024-2025

Calendar Year	Gender				Race/Ethnicity								
	Male	Female	Non-binary/ Non-conforming	Prefer Not to Respond	White	Black or African American	Hispanic or Latino	Asian	Native Hawaiian or Pacific Islander	American Indian or Alaska Native	Middle Eastern or North African	2 or more Races	Prefer Not to Respond
2024	82.3%	16.9%	0.0%	0.8%	46.2%	6.9%	13.8%	12.3%	3.1%	0.8%	0.0%	11.5%	5.4%
2025	83.8%	15.4%	0.0%	0.8%	47.7%	6.2%	15.4%	10.8%	3.1%	0.0%	0.0%	11.5%	5.4%
CA Vets*	89.3%	10.7%	0.0%	0.0%	57.0%	10.0%	14.4%	7.9%	0.5%	1.0%	-	9.3%	0.0%

\*CA Vets VetPop2023 State Race/Ethnicity Data, 8L does not include Middle Eastern or North African as a race/ethnicity category

### Supplemental Workforce Demographics by Employee Level 2025

Level	Gender				Race/Ethnicity								
	Male	Female	Non-binary/ Non-conforming	Prefer Not to Respond	White	Black or African American	Hispanic or Latino	Asian	Native Hawaiian or Pacific Islander	American Indian or Alaska Native	Middle Eastern or North African	2 or more Races	Prefer Not to Respond
Execs	66.7%	33.3%	0.0%	0.0%	33.3%	11.1%	0.0%	22.2%	11.1%	0.0%	0.0%	22.2%	0.0%
Directors	60.6%	39.4%	0.0%	0.0%	54.5%	12.1%	3.0%	18.2%	3.0%	0.0%	0.0%	6.1%	3.0%
Managers	61.6%	38.4%	0.0%	0.0%	66.1%	2.7%	8.9%	12.5%	0.0%	0.9%	0.0%	7.1%	1.8%
Supervisors	63.1%	36.9%	0.0%	0.0%	55.9%	7.6%	11.9%	17.4%	0.4%	0.0%	0.0%	4.2%	2.5%
Staff	65.3%	34.3%	0.2%	0.3%	48.9%	6.6%	18.6%	13.6%	1.2%	0.7%	0.3%	6.4%	4.3%
SMUD	64.8%	34.8%	0.1%	0.3%	50.4%	6.6%	16.7%	14.0%	1.0%	0.6%	0.3%	6.3%	4.0%



SSS No. PSS 26-005

# BOARD AGENDA ITEM STAFFING SUMMARY SHEET

Committee Meeting Date  
Policy – 05/13/26  
Board Meeting Date  
May 21, 2026

TO				TO			
1.	Claire Rogers	6.	Farres Everly				
2.	Matthew Powell	7.					
3.	Jose Bodipo-Memba	8.					
4.	Suresh Kotha	9.	<b>Legal</b>				
5.	Brandy Bolden	10.	<b>CEO &amp; General Manager</b>				
<b>Consent Calendar</b>	<input checked="" type="checkbox"/> <b>Yes</b>	<b>No</b> <i>If no, schedule a dry run presentation.</i>	<b>Budgeted</b>	<input checked="" type="checkbox"/> <b>Yes</b>	<b>No</b> <i>(If no, explain in Cost/Budgeted section.)</i>		
FROM (IPR) Matthew Powell	DEPARTMENT People Services & Strategies		MAIL STOP B251	EXT. 5371	DATE SENT 04/17/26		

**NARRATIVE:**

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

**Summary:** This presentation provides the Board with the annual monitoring of Strategic Direction SD-12, Ethics, and confirms that SMUD is maintaining the public trust and confidence in the integrity and ethical conduct of the Board and SMUD employees.

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

**Benefits:** Provide the Board 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:** Contained in budget for internal labor.

**Alternatives:** Provide via written report through the Chief Executive Officer and General Manager.

**Affected Parties:** All SMUD employees and Contractors

**Coordination:** People Services & Strategies

**Presenter:** Matthew Powell, Manager, Classification, Compensation and Performance

**Additional Links:**

SUBJECT

**SD-12, Ethics Board Monitoring Report**

ITEM NO. (FOR LEGAL USE ONLY)

ITEMS SUBMITTED AFTER DEADLINE WILL BE POSTPONED UNTIL NEXT MEETING.

# SACRAMENTO MUNICIPAL UTILITY DISTRICT

## OFFICE MEMORANDUM

**TO:** Board of Directors

**DATE:** April 27, 2026

**FROM:** Claire Rogers *CR 4/27/26*

**SUBJECT: Audit Report No. 28008026  
Board Monitoring Report; SD-12: Ethics**

Internal Audit Services (IAS) received the SD-12 *Ethics* 2025 Annual Board Monitoring Report and performed the following:

- Selected a sample of statements and assertions in the report for review.
- Compared sample to the corresponding supporting documentation to identify potential discrepancies.

All items sampled within the SD Report aligns with the supporting documentation provided at the time of review.

**CC:**

Paul Lau

# Board Monitoring Report 2025

## 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 September 2024. SMUD's Conflict of Interest policy (AP 05.02.02) was adopted in 1998 and approved by the FPPC (Fair Political Practices Commission) in 2025.
c) Require disclosure and reporting potential conflicts of interest statements	Notice of filing requirements were sent to employees as early as February and through March. 99% 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 adopted in 2006 and updated in August 2022. 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 2020. 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 and contractors reporting to a SMUD campus receive a copy of SMUD's Code of Business Ethics. Contractors are not provided badges until the agreement is signed, and employees cannot become active within SMUD's workforce technology systems without electronically acknowledging the Code of Ethics, ensuring 100% compliance.

## **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. New and returning employees have one year for completion while newly promoted leaders are required to take Ethics training within 90 days of promotion into their role. Course completion is tracked using SMUD's Learning Management System (LMS) and reported as part of SMUD's mandatory training statistics. The 2025 completion rate for employees with 2025 due dates is 99.41%.

## **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.

The annual Conflict of Interest Statements are public documents filed with Corporate Records or in the designated record repository. This process transitioned from PS&S to Legal in 2025. Legal sent financial disclosure materials electronically to designated employees as early as February and through March to meet the FPPC filing deadline of April 1. At the time of this report 99% of the annual Conflict of Interest Statements from SMUD officials and designated employees were received. 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.

## **Process for Reporting and Investigating Suspected Violations**

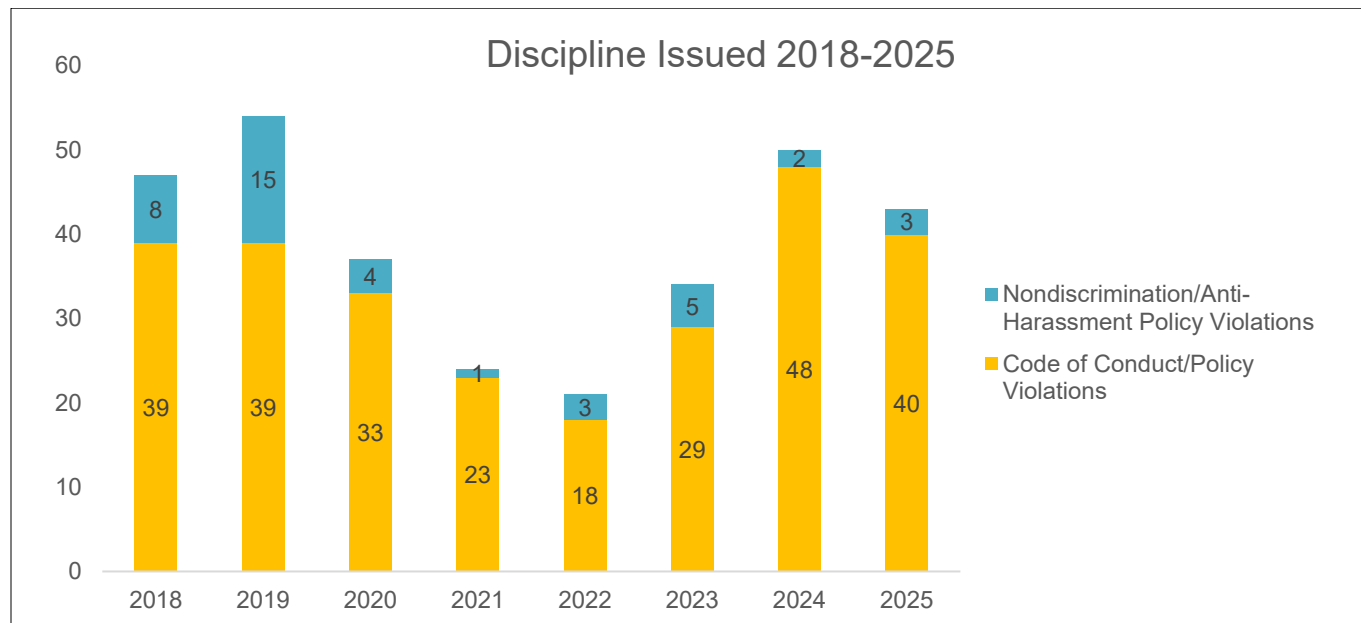
SMUD holds its employees to a higher standard than that required by law and is committed to providing a work environment in which all individuals are treated with dignity and respect. SMUD encourages employees to bring concerns about potential legal violations or violations of SMUD policies to the attention 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 choose, either online or by calling Navex Global Compliance directly.

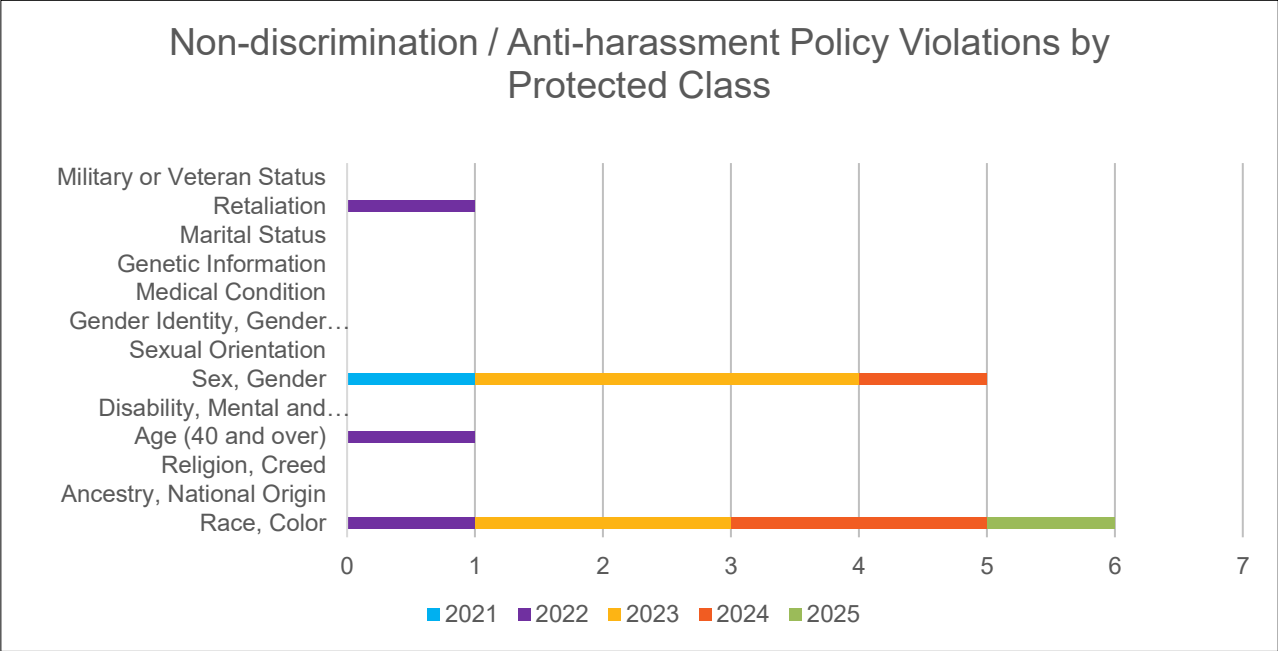
As part of SMUD's Complaint Process and Whistleblower Anti-Retaliation policies, a Whistleblower Committee was established to review and act, when appropriate, on hotline/whistleblower complaints. The committee is comprised of representatives from the General Counsel's office, Internal Audit Services and PS&S, including members of the Fair Employment Office and Labor Relations teams.

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 2018-2025. Summarized below are the disciplinary actions 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 five 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.

**5. Recommendations**

As reflected in this report, SMUD has achieved the goals set forth in SD-12 for maintaining 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. PSS 26-006

# BOARD AGENDA ITEM

## STAFFING SUMMARY SHEET

Committee Meeting & Date  
Policy – 05/13/26

Board Meeting Date  
N/A

TO				TO			
1.	Claire Rogers	6.	Farres Everly				
2.	Matthew Powell	7.					
3.	Jose Bodipo-Memba	8.					
4.	Brandy Bolden	9.	<b>Legal</b>				
5.	Suresh Kotha	10.	<b>CEO &amp; General Manager</b>				
<b>Consent Calendar</b>		<b>Budgeted</b>		<b>Yes</b>		<b>No (If no, explain in Cost/Budgeted section.)</b>	
FROM (IPR)		DEPARTMENT		MAIL STOP		EXT.	
Matthew Powell		People Services & Strategies		B251		5371	
						DATE SENT	
						04/17/26	

**NARRATIVE:**

**Requested Action:** Brief the Board on the status of vacant positions in accordance with Assembly Bill (AB) 2561, i.e., Government Code section 3502.3.

**Summary:** California Assembly Bill 2561 (AB 2561) was adopted on September 22, 2024, codified as California Government Code section 3502.3, and became effective January 1, 2025. Under AB 2561, public agencies are required to present the status of vacancies and recruitment and retention efforts during a public hearing before the governing board at least once per fiscal year prior to the adoption of a final budget. SMUD’s budget presentations occur in November with a request for adoption in December.

SMUD has three bargaining units: International Brotherhood of Electrical Workers (IBEW), Organization of SMUD Employees (OSE), and Public Safety Officers Association (PSOA). If vacancies in a bargaining unit meet or exceed 20% of the total number of authorized full-time positions, and an affected union so requests, SMUD must include information during the public hearing about (1) the total vacancies in the bargaining unit, (2) the total applicants for those positions, (3) the average number or days to complete the hiring process, and (4) the opportunities to improve compensation and other working conditions. Additionally, any or all of the bargaining units may ask to present at the meeting.

Staff will present the status of vacancies and related recruitment and retention efforts.

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

**Benefits:** Ensure compliance with the requirements under AB 2561 related to vacancies status and recruitment / retention efforts that may impact SMUD.

**Cost/Budgeted:** There is no budgetary impact for this informational update.

**Alternatives:** Provide the update at another time prior to adoption of the budget.

**Affected Parties:** SMUD and represented organizations

**Coordination:** People Services & Strategies

**Presenter:** Matthew Powell, Manager, Classification, Compensation and Performance

**Additional Links:**

SUBJECT <b>SD-8, Employee Relations AB 2561 – Vacant Positions</b>	ITEM NO. (FOR LEGAL USE ONLY)
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ITEMS SUBMITTED AFTER DEADLINE WILL BE POSTPONED UNTIL NEXT MEETING.



SSS No. LEG 2026-0058

# BOARD AGENDA ITEM

## STAFFING SUMMARY SHEET

Committee Meeting & Date Policy – 05/13/26
Board Meeting Date May 21, 2026

TO				TO			
1.	Farres Everly	6.					
2.	Brandy Bolden	7.					
3.	Suresh Kotha	8.					
4.		9.	<b>Legal</b>				
5.		10.	<b>CEO &amp; General Manager</b>				
Consent Calendar	<input checked="" type="checkbox"/> <b>Yes</b>	<input type="checkbox"/> <b>No</b>	<i>If no, schedule a dry run presentation.</i>	Budgeted	<input type="checkbox"/> <b>Yes</b>	<input checked="" type="checkbox"/> <b>No</b>	<i>(If no, explain in Cost/Budgeted section.)</i>
FROM (IPR) Joe Schofield	DEPARTMENT Legal	MAIL STOP B406	EXT. 5446	DATE SENT 04/30/26			

**NARRATIVE:**

**Requested Action:** Approve proposed revisions to the Meeting Procedures of the SMUD Board of Directors.

**Summary:** The Municipal Utility District (MUD) Act section 11908 requires this Board to establish rules for its proceedings. On October 3, 2025, Senate Bill 707 (SB 707) was signed by Governor Newsom to update the Ralph M. Brown Act to modernize requirements pertaining to public access, teleconferencing options, and participation requirements. Among those requirements is the mandate for the Board to adopt a policy addressing procedures for handling disruptions to telephonic or internet service during a meeting. This policy must be adopted not later than July 1, 2026.

Based on the new legal requirements, staff’s recommended changes to the Meeting Procedures of the Board of Directors to incorporate the new requirements is attached in redline and “clean” format.

**Board Policy:** Governance Process GP-3, Board Job Description – j) Take such other action as may be required by law.  
*(Number & Title)*

**Benefits:** Ensures communication and compliance with Brown Act requirements. Allows the Board to clarify procedures for conducting Board and Committee meetings and to allow the Board the opportunity to make corrections, additions, or changes if necessary.

**Cost/Budgeted:** This item has no direct budgetary impact.

**Alternatives:** Adopt a policy through a mechanism other than the Board Meeting Procedures; it is a legal requirement to adopt a policy prior to July 1, 2026.

**Affected Parties:** SMUD, Board of Directors, Public

**Coordination:** Executive Office, Board Office, Legal

**Presenter:** Joe Schofield, Deputy General Counsel

**Additional Links:**

SUBJECT <b>Adopt Revised Board Meeting Procedures</b>	ITEM NO. (FOR LEGAL USE ONLY)
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ITEMS SUBMITTED AFTER DEADLINE WILL BE POSTPONED UNTIL NEXT MEETING.

**DRAFT**

**Meeting Procedures of the SMUD Board of Directors**

~~2023-2026~~ Edition

Supersedes all previous versions

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DRAFT

## **INTRODUCTION**

### **Welcome Statement**

Welcome to the Board of Directors meeting. These procedures are designed to assist the community in understanding how the Sacramento Municipal Utility District (SMUD) Board of Directors conducts its meetings. Copies of the Meeting Procedures are available upon request through the office of the SMUD Board Secretary or on the internet at [www.smud.org](http://www.smud.org).

### **Authority**

The Board of Directors governs SMUD and is its policy-making body. The Board appoints a Chief Executive Officer and General Manager responsible for SMUD's operations.

### **Board Tenure**

The Board of Directors is comprised of seven members elected by ward to represent different geographic areas of the Sacramento region. The Directors serve four-year terms which are staggered.

### **Board Governance Policies**

The Board of Directors operates under a set of governance policies. The governance policies define the Board's purpose and how it operates; SMUD's vision and strategic direction; and its links and delegations to staff. Copies of the Board governance policies are available upon request through the office of the SMUD Board Secretary or on the internet at [www.smud.org](http://www.smud.org).

These meeting procedures complement the Board's policies, but do not supersede them. If there is an inconsistency between any of the Board's policies and these meeting procedures, the Board's policies control.

## **CHAPTER I – BOARD MEETINGS**

### **Rule 1.0 Time and Place**

(a) Regular Board meetings occur the third Thursday of the month except that the regular meeting in December occurs the second Thursday of the month. Unless otherwise designated on the Board meeting agenda, regular meetings begin at 6:00 p.m.

All regular meetings are held in the SMUD Auditorium at 6201 S Street, Sacramento, California, unless otherwise designated on the Board meeting agenda.

(b) In the event that the Thursday Board meeting falls on a legal holiday, unless otherwise determined by the Board President, that meeting will be held on the next business day following the holiday and begin at the time specified for that Board meeting.

(c) Any meeting or session of the Board may be adjourned for cause, in good faith, at any time, or from time-to-time, when necessary for the expeditious transaction of business.

(d) All meetings of the Board, including regular, special and emergency meetings, are called in accordance with the Ralph M. Brown Act, California Government Code Section 54950, *et seq.* (Brown Act).

(e) Board members may participate in Board meetings through a telephone conference platform such as a computer or telephone in accordance with the Brown Act.

(f) Members of the public may audio or video record Board meetings provided that they do not block aisles, exits or interfere with public sight lines.

### **Rule 1.1 Parliamentary Procedures**

In all cases not provided for by these meeting procedures, or by SMUD ordinance or resolution, parliamentary procedures will be in accordance with Robert's Rules of Order (current edition). The Board Secretary will act as parliamentarian to the Board.

### **Rule 1.2 Order of Business**

Unless special circumstance apply, the regular order of business at each regular Board meeting is:

- (a) Call to Order
- (b) Pledge to the Flag
- (c) Roll Call
- (d) Cable Announcement
- (e) Customer Education Message
- (f) Approval of the Agenda
- (g) Committee Chair Reports

- (h) Statements from the Public (at the time the agenda item is considered)
- (i) Consent Calendar
- (j) Discussion Calendar
- (k) Public Comments (non-agenda items)
- (l) Directors' Reports
- (m) President's Report
- (n) CEO's Report
- (o) Adjournment

### **Rule 1.3 Quorum**

(a) Four members of the Board constitute a quorum for a regular, special or emergency Board meeting. No business will be acted upon until a quorum is present. No business will be conducted when the number of Board members is reduced below a quorum with the exception of information items. The presiding member of the Board meeting will note for the record when a Board member arrives late to a Board meeting or departs before adjournment.

(b) Whenever two-thirds of the Board membership or two-thirds vote is required for approval of a matter, at least five members or five votes will be required to approve the matter.

### **Rule 1.4 Presiding Officer and Selection of Officers**

(a) The President of the Board will preside over Board meetings. In the absence of the Board President, the Vice-President of the Board will preside at meetings. In the absence of both the Board President and the Vice-President, the members of the Board attending the meeting will choose a president pro tem who will preside at the meeting and will be determined as the first order of business.

(b) The Board President and Vice-President will serve one-year terms and will be selected through a nomination process which will be conducted in December of each year. If no successor is named by the conclusion of the officer's term, the officer shall continue in office until a successor is named.

## **Rule 1.5 Public Participation**

- (a) Members of the public may attend any meeting of the Board of Directors except for closed sessions of the Board as determined by the Brown Act. Members of the public are required to switch cellular phones and similar electronic devices to a silent or off mode during Board meetings.
- (b) Members of the public may address the Board through a teleconference platform such as computer or telephone in accordance with these procedures. Instructions for participation will be included on every meeting agenda.
- (c) Members of the public may address the Board at a Board meeting on agenda items prior to or during the Board's consideration of that item, and on items of interest not on the agenda which are within SMUD's jurisdiction, except that no public comment will be taken on the form or content of the Board agenda itself except during the general public comment period.
- (d) To facilitate the SMUD Board's conduct of business, members of the public that wish to address the Board will have up to three (3) minutes during general public comment period and up to three (3) minutes on any individual agenda item on which the Board will take action. The Consent Calendar is considered a single item, and speakers are subject to the three (3) minute limit for the entire Consent Calendar. Items listed on the agenda but on which no Board action will be taken, including without limitation, Committee reports, Directors' reports, and the CEO's report shall be addressed in the general public comment period, and will be subject to the three (3) minute limitation. In addition to the above time limits, the total time allotted to any individual speaker shall not exceed nine (9) minutes for an entire Board meeting.
- (e) Notwithstanding the foregoing, the Board President may, in their discretion, and based upon factors such as the length of the agenda, the substance of the agenda, the number of public comment speaker cards submitted, and whether the Board is in danger of losing a quorum, depart from the above referenced time limits for individual speakers, establish a time limit for particular issues, set a cumulative time limit, or otherwise regulate public comment. Speaking times may be extended at the discretion of the Board President. Speakers will be limited to the time allocated by the Board President and will not be allowed to accept time from other members of the public in attendance at the meeting.
- (f) Public speakers are expected to exercise decorum when addressing the Board.
- (g) Speakers are to direct their comments to the Board. The public comment periods are not intended to be "Question and Answer" periods or conversations with the SMUD Board or SMUD staff. For non-agenda items, the Board members may not engage in an active discussion of the matter and are limited to

making a brief statement, asking clarifying questions or directing staff to follow up on a matter.

(h) Any person desiring to address the Board on an agenda item shall file a request to speak form with a Security Officer present at the meeting prior to the time the matter is called. The speaker shall designate on the request to speak form whether the speaker intends to address the Board on an item on the agenda or on a non-agenda item. Public speakers wishing to distribute written materials to the Board must hand the materials to the Security Officer who will distribute the written materials to the Board and staff. Distributed materials will be made a part of the record and will be available to the public for inspection, unless otherwise confidential. Public speakers speaking during the public comment period and on items on the agenda will not be allowed to use signs, posters, videos, taped recordings or overheads in making their public comments.

(i) In the event that any Board meeting is willfully interrupted or disrupted by a person or by a group or groups of persons so as to render the orderly conduct of the meeting infeasible, the Board President, unless there is an objection by a majority of the Board members present, may order the person, group or groups of persons willfully interrupting the meeting to leave the meeting or be removed from the meeting. In such case, the Board President will:

- (1) Notify the person, group, or groups of persons that they are in non-compliance with meeting procedures;
- (2) Request that they comply; and
- (3) Inform them of the consequence of non-compliance

(j) At least fourteen (14) days in advance of a scheduled Board meeting, members of the public may request the opportunity to be listed on the agenda for purposes of making a presentation at a Board meeting on matters within the SMUD's jurisdiction. Presentation requests must be initiated in writing and submitted to the Board President through the Board office. Requests must state the following information:

- (1) Subject matter;
- (2) Presenter's name, address and telephone number;
- (3) Any action(s) which the requestor wishes the Board to take;
- (4) Amount of time requested, not to exceed 10 minutes;
- (5) Desired Board meeting date.

The Board President will review all complete presentation requests and, may at his or her discretion, direct the Secretary of the Board to list the presentation on the Board's agenda. If the Board President denies a presentation request, the requesting party may address the Board at a meeting on a matter within SMUD's jurisdiction, subject to the three (3) minute time limitation.

(k) Members of the public are prohibited from bringing firearms, knives or other weapons of any kind, as well as bio-waste or bio-hazards, into the Board meeting room or any SMUD building.

(l) SMUD reserves the right to inspect packages, backpacks, purses, and similar containers prior to allowing members of the public entrance to Board meetings.

### **Rule 1.6 Remote Participation Service Disruption (Policy on Disruptions of Telephonic or Internet Service During Public Meetings)**

If the President is informed of a disruption to remote access services that prevents the public from attending or observing the meeting remotely, the President shall immediately announce the disruption and then shall recess the open session of the meeting and direct staff to diagnose and restore the disrupted service. During the disruption, the Board may meet in closed session but may not take action upon any agenda items.

The Board shall not reconvene the open session of the meeting until the earlier of the following: (a) remote access services are restored, in which case the President may reconvene the meeting, or (b) if a service disruption has lasted for at least one hour the President may reconvene the open session and take a rollcall vote on whether to find the public interest in continuing the meeting outweighs the public interest in remote public access. Upon adoption of such a finding, the Board/Committee may continue the open session without restored remote access services. In either case the minutes will reflect the nature of the disruption and restoration attempts, and the time the meeting was reconvened or whether the President decided to adjourn the meeting without reconvening.

"Disruption" means any failure, outage, or other interruption that prevents members of the public from attending or observing the meeting via these remote access services. "Remote access services" means the two-way telephonic service and/or two-way audiovisual platform used to provide real-time remote public attendance and observation of meetings.

### **Rule 4.61.7 Approval of Board Minutes**

The Board Secretary will provide a copy of the minutes of each regular meeting to each member of the Board with the next regular meeting agenda packet. The Board Secretary will provide a copy of the minutes of each special meeting at which Board action is taken to each member of the Board with the next month's

regular meeting agenda packet. The minutes of the preceding meeting will be approved as part of the Consent Calendar unless a Board member requests a discussion of the item.

#### **Rule ~~4.7~~1.8 Preservation of Minutes**

The minutes of the Board will be maintained by the Board Secretary as a corporate record. The minutes of each meeting will be signed by the Secretary and by the officer who presided at the Board meeting. The Secretary is charged with the custody of all papers, books and documents of the Board and will make the same available for public inspection at all reasonable times in accordance with the California Public Records Act.

#### **Rule ~~4.8~~1.9 Taping and Web Streaming of Meetings**

The Board Secretary will arrange to have regular Board meetings video-recorded and cablecast on Metro Cable Channel 14, except for closed sessions. SMUD will store video-recordings of Board meetings for a period of four (4) years. Video of the regular Board meetings will be streamed live and, together with the Board agenda, will be archived on the SMUD website for a one-year period.

#### **Rule ~~4.9~~1.10 Addressing the Board President and Recognition to Speak**

(a) When any Board member is about to speak, he or she will seek recognition to speak from the Board President; and when two or more members address the Board President at the same time, the Board President will determine the speaking order. Once the Board President has recognized the right of the Board member to speak, the Board President will protect the speaker from disturbance or interference.

(b) The Board President will not recognize a member to speak again, except to answer questions, until all other Board members have had an opportunity to be heard.

(c) All members will have an opportunity to speak before the Board President enters debate on a regular item.

#### **Rule ~~4.10~~1.11 Procedure Regarding Motions**

(a) **Motions in General:** A resolution, or any other action of the Board, may be proposed by any member including the Board President, by a motion to adopt. Such a motion, if seconded by a member, including the Board President, will be on the floor and must be considered; if not seconded, the motion is lost for lack of a second, and will be so declared by the Board President.

(b) **Amend a Motion:** A motion on the floor (with a second) may be amended at

any time before adoption or rejection by an amendatory motion made by any member including the Board President.

An amendatory motion may be in the form of a substitute motion so that it replaces the original motion and can be adopted by a single vote, or it may be phrased so as to amend the original motion; if the substitute motion fails to carry, the original motion will then be voted upon; if the amendment is separately voted upon and is not adopted, the original motion will then be voted upon; if the amendment is adopted, the original motion as amended will then be voted upon.

(c) **Withdraw a Motion:** A motion may be withdrawn by the maker at any time before adoption or rejection with the consent of the second. The second to a motion may be withdrawn by the seconding member at any time before adoption or rejection of the motion; the motion will then be lost for lack of a second and so declared by the Board President unless seconded by another member.

(d) **Motion to Call the Question:** The purpose of a motion to call the question is to close debate and to vote immediately on a motion. After a motion has been seconded, any member may discuss or comment on the subject of the motion. When no member wishes to discuss or comment further, the Board President will call for a vote on the motion. At any time after a motion has been seconded, any member who has the floor, including the Board President, may move to call for the question. The Board President will then state, "the question has been called for." If four members, one of whom may be the Board President, then concur, the Board President will call for a vote on the motion. If less than four members concur, discussion of the motion will then continue until the question is again called for or discussion terminates and a vote is called for by the Board President.

(e) **Motion to Table:** The purpose of this motion is to terminate further consideration of the subject under discussion. At any time after a motion has been seconded, any member, including the Board President, may move to table the motion. If the tabling motion is seconded, the Board President will call for a vote on the tabling motion. If the tabling motion is adopted, the original motion will remain on the floor but may not again be considered at the meeting at which the tabling motion was adopted except following the adoption of a motion to remove the original motion from the table. The original motion may be considered and voted upon at the next regular meeting of the Board unless again tabled. If not considered at such meeting, it will be deemed lost. If the tabling motion is not adopted, consideration of the original motion will continue under these rules. For the purposes of this section, if the Board recesses the meeting at which a motion has been tabled, the reconvened meeting will be considered a separate meeting and the original motion may be considered and voted upon.

(f) **Motion to Reconsider a Vote:** A motion to reconsider the vote may be made by any member who voted with the prevailing side. No question can be twice

reconsidered unless it was amended after its first consideration. A motion to reconsider the vote may be made only at the meeting at which the original vote was taken or, if the Board recesses such meeting, at the reconvened meeting.

#### **Rule 4.41.12 Roll Call**

(a) The Chief Legal Officer and General Counsel will conduct a roll call at the beginning of each publicly noticed Board and Committee meeting.

(b) The roll need not be called in voting upon a motion except where specifically required by law or requested by a member. If the roll is not called, Board members will cast their votes electronically.

(c) Each roll call of the Board will be in ward order, except that the Board President will be called last.

#### **Rule 4.121.13 Overruling the Board President**

A decision of the Board President with respect to the interpretation, applicability or enforcement of these rules may be overruled by majority vote of the Board.

#### **Rule 4.131.14 Suspension of Rules**

Any permanent rule of the Board may be suspended temporarily by a majority of the Board, provided that the temporary suspension will apply only to the matter under immediate consideration, and in no case will it extend beyond an adjournment.

#### **Rule 4.141.15 Amendment of Board Meeting Procedures**

These meeting procedures may be amended by a majority vote of the Board.

### **CHAPTER II - COMMITTEES**

#### **Rule 2.0 Time and Place**

(a) Whenever a standing Committee meeting is also noticed as a special Board Meeting, it shall be conducted as a Committee meeting and members of the Board that are not assigned to the Committee may attend and participate in the discussions, whether or not a quorum of the Board is present. In order to preserve the function of the Committee as advisory to the Board, no Board action will be taken at a Committee meeting, unless otherwise noted on the agenda.

(b) Committee members may participate in Board meetings through a telephone conference platform such as a computer or telephone in accordance with the Brown Act.

(c) Members of the public may audio or video record Committee meetings provided that they do not block aisles, exits or interfere with public sight lines.

### **Rule 2.1 Purpose and Quorum**

(a) Board Committees assist the Board by gaining education, considering alternatives and implications, preparing policy alternatives, and making recommendations to the full Board. As a general rule, matters to be considered by the Board will first be referred to a Committee.

(b) Two members of the Board will constitute a quorum for a Committee meeting. Where the number of Board members is reduced below a quorum during a Committee meeting, the Committee may continue to conduct business. Where a Committee lacks a quorum, the Board President, Board Vice-President or Committee Chair, in that order, may appoint a non-committee Board member to serve on the Committee for that meeting.

### **Rule 2.2 Preparation and Preservation of Minutes**

(a) Minutes of each Committee meeting will be prepared by the responsible Executive and reviewed by the Board Secretary. The presiding officer of the Committee will sign the minutes indicating approval of the minutes.

(b) The minutes of Committee meetings will be maintained by the Board Secretary as a corporate record.

### **Rule 2.3 Taping and Web Streaming of Committee Meetings**

Committee meetings will be audio recorded and will be audio streamed live to the public and archived on the SMUD website for one (1) year. The audio recordings of Committee meetings will be maintained for a period of four (4) years.

### **Rule 2.4 Public Participation**

(a) Members of the public may attend any Committee meeting of the Board. Members of the public are required to switch cellular phones and similar electronic devices to a silent or off mode during Committee meetings.

(b) Members of the public may address the Board through a teleconference platform such as computer or telephone in accordance with these procedures. Instructions for participation will be included on every meeting agenda.

(c) Members of the public may address the Committee at a meeting on agenda items prior to or during the Committee's consideration of that item.

(d) Pursuant to Rule 2.1(b) of these Procedures, items may only be placed on a Committee agenda either by a decision by the full Board, the Board President, a Board member, or by the CEO and General Manager or his or her designee. Accordingly, no public comment will be taken on the form or content of the agenda.

(e) Speakers will have up to three (3) minutes to address the Committee on items on the agenda; provided, however, the total time allotted to any individual speaker shall not exceed nine (9) minutes. The Board President may, in their discretion, and based upon factors such as the length of the agenda, the substance of the agenda, the number of public comment speaker cards submitted, and whether the Board is in danger of losing a quorum, depart from the above referenced time limits for individual speakers, establish a time limit for particular issues, set a cumulative time limit, or otherwise regulate public comment. Speaking times may be extended at the discretion of the Committee Chair. Speakers will be limited to the time allocated by the Chair and will not be allowed to accept time from other members of the public in attendance at the meeting.

(f) Public speakers are expected to exercise decorum when addressing the Committee.

(g) Speakers are to direct their comments to the Committee. The public comment periods are not intended to be "Question and Answer" periods or conversations with the SMUD Board or SMUD staff.

(h) Any person desiring to address the Committee on an agenda item shall file a request to speak form with the Security Officer present at the meeting prior to the time the matter is called. The speaker shall designate on the request to speak form whether the speaker intends to address the Committee on an item on the agenda or on a non-agenda item. Public speakers wishing to distribute written materials to the Committee must hand the materials to the Security Officer who will distribute the written materials to the Committee and staff. Distributed materials will be made a part of the record and will be available to the public for inspection, unless otherwise confidential. Public speakers speaking will not be allowed to use signs, posters, videos, taped recordings or overheads in making their public comments.

(i) In the event that any Committee meeting is willfully interrupted or disrupted by a person or by a group or groups of persons so as to render the orderly conduct of the meeting infeasible, the Committee Chair, unless there is an objection by a majority of the Committee members present, may order the person, group or groups of persons willfully interrupting the meeting to leave the meeting or be removed from the meeting. In such case, the Committee Chair will:

(1) Notify the person, group, or groups of persons that they are in non-

compliance with meeting procedures;

(2) Request that they comply; and

(3) Inform them of the consequence of non-compliance

(j) At least fourteen (14) days in advance of a Committee meeting, members of the public may request the opportunity to be listed on the agenda for purposes of making a presentation at a Committee meeting on matters within SMUD's jurisdiction. Presentation requests must be initiated in writing by any individual and submitted to the Committee Chair through the Board of Director's office. Requests must state the following information:

(1) Subject matter;

(2) Presenter's name, address and telephone number;

(3) Any action(s) which the requestor wishes SMUD to take;

(4) Amount of time requested, not to exceed 10 minutes;

(5) Desired Committee meeting date.

The Committee Chair will review all complete presentation requests and, may at his or her discretion, direct the responsible staff to list the presentation on the Committee's agenda. If the Committee Chair denies a presentation request, the requesting party may address the Committee at a regular meeting subject to the three (3) minute time limitation.

(k) Members of the public are prohibited from bringing firearms, knives or other weapons of any kind, as well as bio-waste or bio-hazards, into the Board meeting room or any SMUD building.

(l) SMUD reserves the right to inspect packages, backpacks, purses, and similar containers prior to allowing members of the public entrance to Committee meetings.

**Rule 2.5 Remote Participation Service Disruption (Policy on Disruptions of Telephonic or Internet Service During Public Meetings)**

If the Chair is informed of a disruption to remote access services that prevents the public from attending or observing the meeting remotely, the Chair shall immediately announce the disruption and then shall recess the open session of the meeting and direct staff to diagnose and restore the disrupted service. During the disruption, the Board may meet in closed session but may not take action upon any agenda items.

The Board shall not reconvene the open session of the meeting until the earlier of the following: (a) remote access services are restored, in which case the Chair may reconvene the meeting, or (b) if a service disruption has lasted for at least one hour the Chair may reconvene the open session and take a rollcall vote on whether to find the public interest in continuing the meeting outweighs the public interest in remote public access. Upon adoption of such a finding, the Board/Committee may continue the open session without restored remote access services. In either case the minutes will reflect the nature of the disruption and restoration attempts, and the time the meeting was reconvened or whether the Chair decided to adjourn the meeting without reconvening.

“Disruption” means any failure, outage, or other interruption that prevents members of the public from attending or observing the meeting via these remote access services. “Remote access services” means the two-way telephonic service and/or two-way audiovisual platform used to provide real-time remote public attendance and observation of meetings.

## **CHAPTER III – HEARINGS**

### **Rule 3.0 Hearings – General Procedures**

(a) Hearings required by law will be held in compliance with the Municipal Utility District Act (California Public Utilities Code § 11501, *et seq.*) or other relevant statute, ordinance, or regulation. Unless otherwise required by applicable law, the procedures set forth in this Rule 3.0 shall apply to all SMUD Board hearings that do not involve a change in rates or rate structure.

(b) Any individual wishing to address the Board shall fill out a request to speak form and file the form with the Security Officer in attendance at the meeting. Public speakers wishing to distribute written materials to the Board must hand the materials to the Security Officer who will distribute the written materials to the Board and staff. Distributed materials will be made a part of the record and will be available to the public for inspection, unless otherwise confidential.

(c) Speakers will be called in an order determined by the Board President.

(d) Individuals will not be allowed to accept time from other individuals.

(e) Individuals may speak up to three (3) minutes. The Board President may, in his or her discretion and based upon factors such as the length of the agenda, the number of public comment speaker cards submitted, and whether the Board is in danger of losing a quorum, depart from the above referenced time limits for individual speakers, establish a time limit for particular issues, set a cumulative time limit, or otherwise regulate public comment. Speaking times may be extended at the discretion of the Board President.

(f) The Board will consider any written testimony or reports of reasonable length submitted by the public in advance of the hearing.

(g) All exhibits, including documentary materials, will be retained by the Board Secretary as part of the record of the hearings and will be available and will be available to the public for inspection.

### **Rule 3.1 Hearings – Rate Process**

All rate hearings shall be conducted pursuant to the procedures set forth in Ordinance 15-1, attached hereto.

## **CHAPTER IV – CUSTOMER APPEALS OF DISPUTED BILLS**

### **Rule 4.0 Disputed Bill Appeals Procedure**

(a) Section 12823 of the Municipal Utility District Act (California Public Utilities Code § 11501, *et seq.*) establishes the rights of customers regarding disputed bills. For purposes of clarification, these procedures do not apply to the nonpayment of charges and fees by customers that do not dispute the accuracy of a bill.

(b) The following procedures shall govern the process by which a customer may file an appeal with the Board of Directors following an adverse determination by a SMUD Management Hearing Officer (Hearing Officer) under Section 12823(c) of the Municipal Utility District Act: .

(i) Following the SMUD Management Hearing, the Hearing Officer will mail his/her decision to the customer. Included in the mailing of the decision will be an appeal form and instructions on how the customer may appeal the decision to the Board of Directors. Under Rule and Regulation 10, Customer Services may include a request for payment of a deposit as evidence of good faith if such a deposit was not requested previously.

(ii) If the customer does not file an appeal form, the Hearing Officer's decision will be final. If the customer files an appeal form with Customer Services it must be received within ten (10) business days of the date of the Hearing Officer's letter or the customer's appeal will be rejected as untimely and the Hearing Officer's decision will be deemed final. Customer Services will notify the customer that the appeal is untimely. If the customer files an appeal form within 10 business days of the date of the Hearing Officer's letter, the appeal is considered timely. The appeal and appropriate documentation shall be forwarded to the appropriate SMUD Executive for processing, with a copy to the Board Office.

(iii) The Executive shall review the appeal, gather information and provide appropriate documentation to the Board Member for the ward in which the appealing customer resides (service address for the account in question).

(iv) The Board Member for the ward in which the appealing customer resides (service address for the account in question) shall review the information and may elect to contact the customer for additional information.

(v) Once the Board Member's review is complete, the appeal, including the recommendation (if any) of the Board Member, will be placed on the agenda of the Board of Directors for an upcoming meeting of the Board of Directors. The Board Office will notify the customer in writing of the date that the appeal will be heard so that the customer may appear and be heard if he/she so desires.

(vi) The appeal shall be heard by the Board of Directors, and a final decision on the appeal shall be rendered by the Board of Directors. Customer Services shall notify the customer in writing of the Board's decision.

(vii) The Board's decision represents final agency action.

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**Meeting Procedures of the SMUD Board of Directors**

2026 Edition

Supersedes all previous versions

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## **INTRODUCTION**

### **Welcome Statement**

Welcome to the Board of Directors meeting. These procedures are designed to assist the community in understanding how the Sacramento Municipal Utility District (SMUD) Board of Directors conducts its meetings. Copies of the Meeting Procedures are available upon request through the office of the SMUD Board Secretary or on the internet at [www.smud.org](http://www.smud.org).

### **Authority**

The Board of Directors governs SMUD and is its policy-making body. The Board appoints a Chief Executive Officer and General Manager responsible for SMUD's operations.

### **Board Tenure**

The Board of Directors is comprised of seven members elected by ward to represent different geographic areas of the Sacramento region. The Directors serve four-year terms which are staggered.

### **Board Governance Policies**

The Board of Directors operates under a set of governance policies. The governance policies define the Board's purpose and how it operates; SMUD's vision and strategic direction; and its links and delegations to staff. Copies of the Board governance policies are available upon request through the office of the SMUD Board Secretary or on the internet at [www.smud.org](http://www.smud.org).

These meeting procedures complement the Board's policies, but do not supersede them. If there is an inconsistency between any of the Board's policies and these meeting procedures, the Board's policies control.

## **CHAPTER I – BOARD MEETINGS**

### **Rule 1.0 Time and Place**

(a) Regular Board meetings occur the third Thursday of the month except that the regular meeting in December occurs the second Thursday of the month. Unless otherwise designated on the Board meeting agenda, regular meetings begin at 6:00 p.m.

All regular meetings are held in the SMUD Auditorium at 6201 S Street, Sacramento, California, unless otherwise designated on the Board meeting agenda.

(b) In the event that the Thursday Board meeting falls on a legal holiday, unless otherwise determined by the Board President, that meeting will be held on the next business day following the holiday and begin at the time specified for that Board meeting.

(c) Any meeting or session of the Board may be adjourned for cause, in good faith, at any time, or from time-to-time, when necessary for the expeditious transaction of business.

(d) All meetings of the Board, including regular, special and emergency meetings, are called in accordance with the Ralph M. Brown Act, California Government Code Section 54950, *et seq.* (Brown Act).

(e) Board members may participate in Board meetings through a telephone conference platform such as a computer or telephone in accordance with the Brown Act.

(f) Members of the public may audio or video record Board meetings provided that they do not block aisles, exits or interfere with public sight lines.

#### **Rule 1.1 Parliamentary Procedures**

In all cases not provided for by these meeting procedures, or by SMUD ordinance or resolution, parliamentary procedures will be in accordance with Robert's Rules of Order (current edition). The Board Secretary will act as parliamentarian to the Board.

#### **Rule 1.2 Order of Business**

Unless special circumstance apply, the regular order of business at each regular Board meeting is:

- (a) Call to Order
- (b) Pledge to the Flag
- (c) Roll Call
- (d) Cable Announcement
- (e) Customer Education Message
- (f) Approval of the Agenda
- (g) Committee Chair Reports

- (h) Statements from the Public (at the time the agenda item is considered)
- (i) Consent Calendar
- (j) Discussion Calendar
- (k) Public Comments (non-agenda items)
- (l) Directors' Reports
- (m) President's Report
- (n) CEO's Report
- (o) Adjournment

### **Rule 1.3 Quorum**

(a) Four members of the Board constitute a quorum for a regular, special or emergency Board meeting. No business will be acted upon until a quorum is present. No business will be conducted when the number of Board members is reduced below a quorum with the exception of information items. The presiding member of the Board meeting will note for the record when a Board member arrives late to a Board meeting or departs before adjournment.

(b) Whenever two-thirds of the Board membership or two-thirds vote is required for approval of a matter, at least five members or five votes will be required to approve the matter.

### **Rule 1.4 Presiding Officer and Selection of Officers**

(a) The President of the Board will preside over Board meetings. In the absence of the Board President, the Vice-President of the Board will preside at meetings. In the absence of both the Board President and the Vice-President, the members of the Board attending the meeting will choose a president pro tem who will preside at the meeting and will be determined as the first order of business.

(b) The Board President and Vice-President will serve one-year terms and will be selected through a nomination process which will be conducted in December of each year. If no successor is named by the conclusion of the officer's term, the officer shall continue in office until a successor is named.

## **Rule 1.5 Public Participation**

- (a) Members of the public may attend any meeting of the Board of Directors except for closed sessions of the Board as determined by the Brown Act. Members of the public are required to switch cellular phones and similar electronic devices to a silent or off mode during Board meetings.
- (b) Members of the public may address the Board through a teleconference platform such as computer or telephone in accordance with these procedures. Instructions for participation will be included on every meeting agenda.
- (c) Members of the public may address the Board at a Board meeting on agenda items prior to or during the Board's consideration of that item, and on items of interest not on the agenda which are within SMUD's jurisdiction, except that no public comment will be taken on the form or content of the Board agenda itself except during the general public comment period.
- (d) To facilitate the SMUD Board's conduct of business, members of the public that wish to address the Board will have up to three (3) minutes during general public comment period and up to three (3) minutes on any individual agenda item on which the Board will take action. The Consent Calendar is considered a single item, and speakers are subject to the three (3) minute limit for the entire Consent Calendar. Items listed on the agenda but on which no Board action will be taken, including without limitation, Committee reports, Directors' reports, and the CEO's report shall be addressed in the general public comment period, and will be subject to the three (3) minute limitation. In addition to the above time limits, the total time allotted to any individual speaker shall not exceed nine (9) minutes for an entire Board meeting.
- (e) Notwithstanding the foregoing, the Board President may, in their discretion, and based upon factors such as the length of the agenda, the substance of the agenda, the number of public comment speaker cards submitted, and whether the Board is in danger of losing a quorum, depart from the above referenced time limits for individual speakers, establish a time limit for particular issues, set a cumulative time limit, or otherwise regulate public comment. Speaking times may be extended at the discretion of the Board President. Speakers will be limited to the time allocated by the Board President and will not be allowed to accept time from other members of the public in attendance at the meeting.
- (f) Public speakers are expected to exercise decorum when addressing the Board.
- (g) Speakers are to direct their comments to the Board. The public comment periods are not intended to be "Question and Answer" periods or conversations with the SMUD Board or SMUD staff. For non-agenda items, the Board members may not engage in an active discussion of the matter and are limited to

making a brief statement, asking clarifying questions or directing staff to follow up on a matter.

(h) Any person desiring to address the Board on an agenda item shall file a request to speak form with a Security Officer present at the meeting prior to the time the matter is called. The speaker shall designate on the request to speak form whether the speaker intends to address the Board on an item on the agenda or on a non-agenda item. Public speakers wishing to distribute written materials to the Board must hand the materials to the Security Officer who will distribute the written materials to the Board and staff. Distributed materials will be made a part of the record and will be available to the public for inspection, unless otherwise confidential. Public speakers speaking during the public comment period and on items on the agenda will not be allowed to use signs, posters, videos, taped recordings or overheads in making their public comments.

(i) In the event that any Board meeting is willfully interrupted or disrupted by a person or by a group or groups of persons so as to render the orderly conduct of the meeting infeasible, the Board President, unless there is an objection by a majority of the Board members present, may order the person, group or groups of persons willfully interrupting the meeting to leave the meeting or be removed from the meeting. In such case, the Board President will:

- (1) Notify the person, group, or groups of persons that they are in non-compliance with meeting procedures;
- (2) Request that they comply; and
- (3) Inform them of the consequence of non-compliance

(j) At least fourteen (14) days in advance of a scheduled Board meeting, members of the public may request the opportunity to be listed on the agenda for purposes of making a presentation at a Board meeting on matters within the SMUD's jurisdiction. Presentation requests must be initiated in writing and submitted to the Board President through the Board office. Requests must state the following information:

- (1) Subject matter;
- (2) Presenter's name, address and telephone number;
- (3) Any action(s) which the requestor wishes the Board to take;
- (4) Amount of time requested, not to exceed 10 minutes;
- (5) Desired Board meeting date.

The Board President will review all complete presentation requests and, may at his or her discretion, direct the Secretary of the Board to list the presentation on the Board's agenda. If the Board President denies a presentation request, the requesting party may address the Board at a meeting on a matter within SMUD's jurisdiction, subject to the three (3) minute time limitation.

(k) Members of the public are prohibited from bringing firearms, knives or other weapons of any kind, as well as bio-waste or bio-hazards, into the Board meeting room or any SMUD building.

(l) SMUD reserves the right to inspect packages, backpacks, purses, and similar containers prior to allowing members of the public entrance to Board meetings.

### **Rule 1.6 Remote Participation Service Disruption (Policy on Disruptions of Telephonic or Internet Service During Public Meetings)**

If the President is informed of a disruption to remote access services that prevents the public from attending or observing the meeting remotely, the President shall immediately announce the disruption and then shall recess the open session of the meeting and direct staff to diagnose and restore the disrupted service. During the disruption, the Board may meet in closed session but may not take action upon any agenda items.

The Board shall not reconvene the open session of the meeting until the earlier of the following: (a) remote access services are restored, in which case the President may reconvene the meeting, or (b) if a service disruption has lasted for at least one hour the President may reconvene the open session and take a rollcall vote on whether to find the public interest in continuing the meeting outweighs the public interest in remote public access. Upon adoption of such a finding, the Board/Committee may continue the open session without restored remote access services. In either case the minutes will reflect the nature of the disruption and restoration attempts, and the time the meeting was reconvened or whether the President decided to adjourn the meeting without reconvening.

"Disruption" means any failure, outage, or other interruption that prevents members of the public from attending or observing the meeting via these remote access services. "Remote access services" means the two-way telephonic service and/or two-way audiovisual platform used to provide real-time remote public attendance and observation of meetings.

### **Rule 1.7 Approval of Board Minutes**

The Board Secretary will provide a copy of the minutes of each regular meeting to each member of the Board with the next regular meeting agenda packet. The Board Secretary will provide a copy of the minutes of each special meeting at which Board action is taken to each member of the Board with the next month's

regular meeting agenda packet. The minutes of the preceding meeting will be approved as part of the Consent Calendar unless a Board member requests a discussion of the item.

### **Rule 1.8 Preservation of Minutes**

The minutes of the Board will be maintained by the Board Secretary as a corporate record. The minutes of each meeting will be signed by the Secretary and by the officer who presided at the Board meeting. The Secretary is charged with the custody of all papers, books and documents of the Board and will make the same available for public inspection at all reasonable times in accordance with the California Public Records Act.

### **Rule 1.9 Taping and Web Streaming of Meetings**

The Board Secretary will arrange to have regular Board meetings video-recorded and cablecast on Metro Cable Channel 14, except for closed sessions. SMUD will store video-recordings of Board meetings for a period of four (4) years. Video of the regular Board meetings will be streamed live and, together with the Board agenda, will be archived on the SMUD website for a one-year period.

### **Rule 1.10 Addressing the Board President and Recognition to Speak**

(a) When any Board member is about to speak, he or she will seek recognition to speak from the Board President; and when two or more members address the Board President at the same time, the Board President will determine the speaking order. Once the Board President has recognized the right of the Board member to speak, the Board President will protect the speaker from disturbance or interference.

(b) The Board President will not recognize a member to speak again, except to answer questions, until all other Board members have had an opportunity to be heard.

(c) All members will have an opportunity to speak before the Board President enters debate on a regular item.

### **Rule 1.11 Procedure Regarding Motions**

(a) **Motions in General:** A resolution, or any other action of the Board, may be proposed by any member including the Board President, by a motion to adopt. Such a motion, if seconded by a member, including the Board President, will be on the floor and must be considered; if not seconded, the motion is lost for lack of a second, and will be so declared by the Board President.

(b) **Amend a Motion:** A motion on the floor (with a second) may be amended at

any time before adoption or rejection by an amendatory motion made by any member including the Board President.

An amendatory motion may be in the form of a substitute motion so that it replaces the original motion and can be adopted by a single vote, or it may be phrased so as to amend the original motion; if the substitute motion fails to carry, the original motion will then be voted upon; if the amendment is separately voted upon and is not adopted, the original motion will then be voted upon; if the amendment is adopted, the original motion as amended will then be voted upon.

(c) **Withdraw a Motion:** A motion may be withdrawn by the maker at any time before adoption or rejection with the consent of the second. The second to a motion may be withdrawn by the seconding member at any time before adoption or rejection of the motion; the motion will then be lost for lack of a second and so declared by the Board President unless seconded by another member.

(d) **Motion to Call the Question:** The purpose of a motion to call the question is to close debate and to vote immediately on a motion. After a motion has been seconded, any member may discuss or comment on the subject of the motion. When no member wishes to discuss or comment further, the Board President will call for a vote on the motion. At any time after a motion has been seconded, any member who has the floor, including the Board President, may move to call for the question. The Board President will then state, "the question has been called for." If four members, one of whom may be the Board President, then concur, the Board President will call for a vote on the motion. If less than four members concur, discussion of the motion will then continue until the question is again called for or discussion terminates and a vote is called for by the Board President.

(e) **Motion to Table:** The purpose of this motion is to terminate further consideration of the subject under discussion. At any time after a motion has been seconded, any member, including the Board President, may move to table the motion. If the tabling motion is seconded, the Board President will call for a vote on the tabling motion. If the tabling motion is adopted, the original motion will remain on the floor but may not again be considered at the meeting at which the tabling motion was adopted except following the adoption of a motion to remove the original motion from the table. The original motion may be considered and voted upon at the next regular meeting of the Board unless again tabled. If not considered at such meeting, it will be deemed lost. If the tabling motion is not adopted, consideration of the original motion will continue under these rules. For the purposes of this section, if the Board recesses the meeting at which a motion has been tabled, the reconvened meeting will be considered a separate meeting and the original motion may be considered and voted upon.

(f) **Motion to Reconsider a Vote:** A motion to reconsider the vote may be made by any member who voted with the prevailing side. No question can be twice

reconsidered unless it was amended after its first consideration. A motion to reconsider the vote may be made only at the meeting at which the original vote was taken or, if the Board recesses such meeting, at the reconvened meeting.

### **Rule 1.12 Roll Call**

(a) The Chief Legal Officer and General Counsel will conduct a roll call at the beginning of each publicly noticed Board and Committee meeting.

(b) The roll need not be called in voting upon a motion except where specifically required by law or requested by a member. If the roll is not called, Board members will cast their votes electronically.

(c) Each roll call of the Board will be in ward order, except that the Board President will be called last.

### **Rule 1.13 Overruling the Board President**

A decision of the Board President with respect to the interpretation, applicability or enforcement of these rules may be overruled by majority vote of the Board.

### **Rule 1.14 Suspension of Rules**

Any permanent rule of the Board may be suspended temporarily by a majority of the Board, provided that the temporary suspension will apply only to the matter under immediate consideration, and in no case will it extend beyond an adjournment.

### **Rule 1.15 Amendment of Board Meeting Procedures**

These meeting procedures may be amended by a majority vote of the Board.

## **CHAPTER II - COMMITTEES**

### **Rule 2.0 Time and Place**

(a) Whenever a standing Committee meeting is also noticed as a special Board Meeting, it shall be conducted as a Committee meeting and members of the Board that are not assigned to the Committee may attend and participate in the discussions, whether or not a quorum of the Board is present. In order to preserve the function of the Committee as advisory to the Board, no Board action will be taken at a Committee meeting, unless otherwise noted on the agenda.

(b) Committee members may participate in Board meetings through a telephone conference platform such as a computer or telephone in accordance with the Brown Act.

(c) Members of the public may audio or video record Committee meetings provided that they do not block aisles, exits or interfere with public sight lines.

### **Rule 2.1 Purpose and Quorum**

(a) Board Committees assist the Board by gaining education, considering alternatives and implications, preparing policy alternatives, and making recommendations to the full Board. As a general rule, matters to be considered by the Board will first be referred to a Committee.

(b) Two members of the Board will constitute a quorum for a Committee meeting. Where the number of Board members is reduced below a quorum during a Committee meeting, the Committee may continue to conduct business. Where a Committee lacks a quorum, the Board President, Board Vice-President or Committee Chair, in that order, may appoint a non-committee Board member to serve on the Committee for that meeting.

### **Rule 2.2 Preparation and Preservation of Minutes**

(a) Minutes of each Committee meeting will be prepared by the responsible Executive and reviewed by the Board Secretary. The presiding officer of the Committee will sign the minutes indicating approval of the minutes.

(b) The minutes of Committee meetings will be maintained by the Board Secretary as a corporate record.

### **Rule 2.3 Taping and Web Streaming of Committee Meetings**

Committee meetings will be audio recorded and will be audio streamed live to the public and archived on the SMUD website for one (1) year. The audio recordings of Committee meetings will be maintained for a period of four (4) years.

### **Rule 2.4 Public Participation**

(a) Members of the public may attend any Committee meeting of the Board. Members of the public are required to switch cellular phones and similar electronic devices to a silent or off mode during Committee meetings.

(b) Members of the public may address the Board through a teleconference platform such as computer or telephone in accordance with these procedures. Instructions for participation will be included on every meeting agenda.

(c) Members of the public may address the Committee at a meeting on agenda items prior to or during the Committee's consideration of that item.

(d) Pursuant to Rule 2.1(b) of these Procedures, items may only be placed on a Committee agenda either by a decision by the full Board, the Board President, a Board member, or by the CEO and General Manager or his or her designee. Accordingly, no public comment will be taken on the form or content of the agenda.

(e) Speakers will have up to three (3) minutes to address the Committee on items on the agenda; provided, however, the total time allotted to any individual speaker shall not exceed nine (9) minutes. The Board President may, in their discretion, and based upon factors such as the length of the agenda, the substance of the agenda, the number of public comment speaker cards submitted, and whether the Board is in danger of losing a quorum, depart from the above referenced time limits for individual speakers, establish a time limit for particular issues, set a cumulative time limit, or otherwise regulate public comment. Speaking times may be extended at the discretion of the Committee Chair. Speakers will be limited to the time allocated by the Chair and will not be allowed to accept time from other members of the public in attendance at the meeting.

(f) Public speakers are expected to exercise decorum when addressing the Committee.

(g) Speakers are to direct their comments to the Committee. The public comment periods are not intended to be "Question and Answer" periods or conversations with the SMUD Board or SMUD staff.

(h) Any person desiring to address the Committee on an agenda item shall file a request to speak form with the Security Officer present at the meeting prior to the time the matter is called. The speaker shall designate on the request to speak form whether the speaker intends to address the Committee on an item on the agenda or on a non-agenda item. Public speakers wishing to distribute written materials to the Committee must hand the materials to the Security Officer who will distribute the written materials to the Committee and staff. Distributed materials will be made a part of the record and will be available to the public for inspection, unless otherwise confidential. Public speakers speaking will not be allowed to use signs, posters, videos, taped recordings or overheads in making their public comments.

(i) In the event that any Committee meeting is willfully interrupted or disrupted by a person or by a group or groups of persons so as to render the orderly conduct of the meeting infeasible, the Committee Chair, unless there is an objection by a majority of the Committee members present, may order the person, group or groups of persons willfully interrupting the meeting to leave the meeting or be removed from the meeting. In such case, the Committee Chair will:

(1) Notify the person, group, or groups of persons that they are in non-

compliance with meeting procedures;

(2) Request that they comply; and

(3) Inform them of the consequence of non-compliance

(j) At least fourteen (14) days in advance of a Committee meeting, members of the public may request the opportunity to be listed on the agenda for purposes of making a presentation at a Committee meeting on matters within SMUD's jurisdiction. Presentation requests must be initiated in writing by any individual and submitted to the Committee Chair through the Board of Director's office. Requests must state the following information:

(1) Subject matter;

(2) Presenter's name, address and telephone number;

(3) Any action(s) which the requestor wishes SMUD to take;

(4) Amount of time requested, not to exceed 10 minutes;

(5) Desired Committee meeting date.

The Committee Chair will review all complete presentation requests and, may at his or her discretion, direct the responsible staff to list the presentation on the Committee's agenda. If the Committee Chair denies a presentation request, the requesting party may address the Committee at a regular meeting subject to the three (3) minute time limitation.

(k) Members of the public are prohibited from bringing firearms, knives or other weapons of any kind, as well as bio-waste or bio-hazards, into the Board meeting room or any SMUD building.

(l) SMUD reserves the right to inspect packages, backpacks, purses, and similar containers prior to allowing members of the public entrance to Committee meetings.

### **Rule 2.5 Remote Participation Service Disruption (Policy on Disruptions of Telephonic or Internet Service During Public Meetings)**

If the Chair is informed of a disruption to remote access services that prevents the public from attending or observing the meeting remotely, the Chair shall immediately announce the disruption and then shall recess the open session of the meeting and direct staff to diagnose and restore the disrupted service. During the disruption, the Board may meet in closed session but may not take action upon any agenda items.

The Board shall not reconvene the open session of the meeting until the earlier of the following: (a) remote access services are restored, in which case the Chair may reconvene the meeting, or (b) if a service disruption has lasted for at least one hour the Chair may reconvene the open session and take a rollcall vote on whether to find the public interest in continuing the meeting outweighs the public interest in remote public access. Upon adoption of such a finding, the Board/Committee may continue the open session without restored remote access services. In either case the minutes will reflect the nature of the disruption and restoration attempts, and the time the meeting was reconvened or whether the Chair decided to adjourn the meeting without reconvening.

“Disruption” means any failure, outage, or other interruption that prevents members of the public from attending or observing the meeting via these remote access services. “Remote access services” means the two-way telephonic service and/or two-way audiovisual platform used to provide real-time remote public attendance and observation of meetings.

## **CHAPTER III – HEARINGS**

### **Rule 3.0 Hearings – General Procedures**

(a) Hearings required by law will be held in compliance with the Municipal Utility District Act (California Public Utilities Code § 11501, *et seq.*) or other relevant statute, ordinance, or regulation. Unless otherwise required by applicable law, the procedures set forth in this Rule 3.0 shall apply to all SMUD Board hearings that do not involve a change in rates or rate structure.

(b) Any individual wishing to address the Board shall fill out a request to speak form and file the form with the Security Officer in attendance at the meeting. Public speakers wishing to distribute written materials to the Board must hand the materials to the Security Officer who will distribute the written materials to the Board and staff. Distributed materials will be made a part of the record and will be available to the public for inspection, unless otherwise confidential.

(c) Speakers will be called in an order determined by the Board President.

(d) Individuals will not be allowed to accept time from other individuals.

(e) Individuals may speak up to three (3) minutes. The Board President may, in his or her discretion and based upon factors such as the length of the agenda, the number of public comment speaker cards submitted, and whether the Board is in danger of losing a quorum, depart from the above referenced time limits for individual speakers, establish a time limit for particular issues, set a cumulative time limit, or otherwise regulate public comment. Speaking times may be extended at the discretion of the Board President.

(f) The Board will consider any written testimony or reports of reasonable length submitted by the public in advance of the hearing.

(g) All exhibits, including documentary materials, will be retained by the Board Secretary as part of the record of the hearings and will be available and will be available to the public for inspection.

### **Rule 3.1 Hearings – Rate Process**

All rate hearings shall be conducted pursuant to the procedures set forth in Ordinance 15-1, attached hereto.

## **CHAPTER IV – CUSTOMER APPEALS OF DISPUTED BILLS**

### **Rule 4.0 Disputed Bill Appeals Procedure**

(a) Section 12823 of the Municipal Utility District Act (California Public Utilities Code § 11501, *et seq.*) establishes the rights of customers regarding disputed bills. For purposes of clarification, these procedures do not apply to the nonpayment of charges and fees by customers that do not dispute the accuracy of a bill.

(b) The following procedures shall govern the process by which a customer may file an appeal with the Board of Directors following an adverse determination by a SMUD Management Hearing Officer (Hearing Officer) under Section 12823(c) of the Municipal Utility District Act: .

(i) Following the SMUD Management Hearing, the Hearing Officer will mail his/her decision to the customer. Included in the mailing of the decision will be an appeal form and instructions on how the customer may appeal the decision to the Board of Directors. Under Rule and Regulation 10, Customer Services may include a request for payment of a deposit as evidence of good faith if such a deposit was not requested previously.

(ii) If the customer does not file an appeal form, the Hearing Officer's decision will be final. If the customer files an appeal form with Customer Services it must be received within ten (10) business days of the date of the Hearing Officer's letter or the customer's appeal will be rejected as untimely and the Hearing Officer's decision will be deemed final. Customer Services will notify the customer that the appeal is untimely. If the customer files an appeal form within 10 business days of the date of the Hearing Officer's letter, the appeal is considered timely. The appeal and appropriate documentation shall be forwarded to the appropriate SMUD Executive for processing, with a copy to the Board Office.

(iii) The Executive shall review the appeal, gather information and provide appropriate documentation to the Board Member for the ward in which the appealing customer resides (service address for the account in question).

(iv) The Board Member for the ward in which the appealing customer resides (service address for the account in question) shall review the information and may elect to contact the customer for additional information.

(v) Once the Board Member's review is complete, the appeal, including the recommendation (if any) of the Board Member, will be placed on the agenda of the Board of Directors for an upcoming meeting of the Board of Directors. The Board Office will notify the customer in writing of the date that the appeal will be heard so that the customer may appear and be heard if he/she so desires.

(vi) The appeal shall be heard by the Board of Directors, and a final decision on the appeal shall be rendered by the Board of Directors. Customer Services shall notify the customer in writing of the Board's decision.

(vii) The Board's decision represents final agency action.





SSS No. BOD 2026-009
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# BOARD AGENDA ITEM

## STAFFING SUMMARY SHEET

Committee Meeting & Date Policy – 05/13/26
Board Meeting Date N/A

TO		TO	
1.	Suresh Kotha	6.	
2.	Brandy Bolden	7.	
3.	Farres Everly	8.	
4.		9.	<b>Legal</b>
5.		10.	<b>CEO &amp; General Manager</b>

<b>Consent Calendar</b>	<input type="checkbox"/>	<b>Yes</b>	<input checked="" type="checkbox"/>	<b>No</b> <i>If no, schedule a dry run presentation.</i>	<b>Budgeted</b>	<input type="checkbox"/>	<b>Yes</b>	<input type="checkbox"/>	<b>No</b> <i>(If no, explain in Cost/Budgeted section.)</i>
FROM (IPR) Bryanna Schaefer / Crystal Henderson	DEPARTMENT Board Office			MAIL STOP B307	EXT. 5424	DATE SENT 4/17/26			

<b>NARRATIVE:</b>	
<b>Requested Action:</b>	Allow the Board of Directors an opportunity to monitor existing policies: <b>Governance Process GP-11, Board Review of Internal Records; Governance Process GP-14, External Auditor Relationship; and Board-Staff Linkage BL-5, Unity of Control</b> , as part of the Board policy monitoring process.
<b>Summary:</b>	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.
<b>Board Policy:</b> <i>(Number &amp; Title)</i>	This monitoring supports Governance Process GP-2, Governance Focus, which states that, “[t]he Board will direct, evaluate and inspire the organization through the establishment of written policies reflecting the Board’s values....”
<b>Benefits:</b>	Monitoring policies helps ensure the policies are current and in keeping with the current will of the Board.
<b>Cost/Budgeted:</b>	Included in budget.
<b>Alternatives:</b>	Not to review these policies at this time.
<b>Affected Parties:</b>	Board of Directors
<b>Coordination:</b>	Board Office
<b>Presenter:</b>	Rosanna Herber, Policy Committee Chair

<b>Additional Links:</b>
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SUBJECT	<b>Board Policy Monitoring: GP-11, GP-14, and BL-5</b>	ITEM NO. <i>(FOR LEGAL USE ONLY)</i>
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ITEMS SUBMITTED AFTER DEADLINE WILL BE POSTPONED UNTIL NEXT MEETING.

# SMUD BOARD POLICY



**Category:** Governance Process  
**Policy No.:** GP-11  
**Title:** Board Review of Internal Records

Board members may review any record of SMUD at any time, so long as confidentiality requirements are followed.

Specifically:

- a) Board member requests to inspect SMUD records shall be forwarded to the CEO, who will provide the requested files for review on SMUD premises.
- b) No confidential or original documents shall be taken from SMUD premises except with the authorization of the CEO.
- c) Board members shall follow the same confidentiality requirements applicable to SMUD employees dealing with such files. SMUD employee personnel files will not be subject to Board review except as permitted by law.
- d) The Board Office shall maintain a log of all copies of documents requested by Board members. The log will be available for inspection by members of the public during working hours.

**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. [Current Policy]

# SMUD BOARD POLICY



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**Category:** Governance Process  
**Policy No.:** GP-14  
**Title:** External Auditor Relationship

The Board is responsible for hiring SMUD’s external auditor to perform the annual independent audit.

Specifically:

- a) The Board will make the choice of external auditor, based on input from staff and others it deems necessary to exercise prudent, independent judgment.
- b) After consulting with Board members, the Chair of the Finance and Audit Committee shall meet with the external auditor after the audit is complete. The meeting will be independent of staff. The Board member(s) will report their findings to the Board on a timely basis.

**Monitoring Method:** Board Report

**Frequency:** Annual

**Versioning:**

August 21, 2008	Resolution No. 08-08-14	Date of Adoption.
March 17, 2020	Resolution No. 20-03-04	Date of Revision.
September 21, 2023	Resolution No. 23-09-02	Date of Revision. [Current Policy]

# SMUD BOARD POLICY



**Category:** Board-Staff Linkage  
**Policy No.:** BL-5  
**Title:** Unity of Control

Only decisions of the Board acting as a body are binding on the Chief Executive Officer and General Manager (CEO), the Chief Legal Officer and General Counsel, and the Internal Auditor.

Specifically:

- a) Decisions or instructions of individual Board members, officers, or committees are not binding on the CEO, Chief Legal Officer and General Counsel or Internal Auditor except in instances when the Board has specifically authorized such exercise of authority.
- b) In the case of Board members or committees requesting information or assistance without Board authorization, the CEO, Chief Legal Officer and General Counsel or Internal Auditor must refuse such requests that require, in their opinion, a material amount of staff time or funds.
- c) Board members may communicate directly with SMUD employees or contractors. However, the Board as a body and the Board members will never give direction to persons who report directly or indirectly to the CEO, with the exception of the Chief Legal Officer and General Counsel, Internal Auditor and Special Assistant. If individual Board members are dissatisfied with the response they receive, they may seek a resolution by the Board.
- d) Board members may provide feedback about staff, but Board members will refrain from evaluating, either formally or informally, any staff.
- e) The Board as a body will refrain from evaluating, either formally or informally, any staff other than the CEO, the Chief Legal Officer and General Counsel, the Internal Auditor, and the Special Assistant.
- f) Board members will refrain from attending any staff meetings unless explicitly invited by the CEO, the Chief Legal Officer and General Counsel, or the Internal Auditor.

**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 15, 2006	Resolution No. 06-06-05	Date of Revision.
September 21, 2023	Resolution No. 23-09-02	Date of Revision.
June 20, 2024	Resolution No. 24-06-06	Date of Revision. [Current Policy]



SSS No. BOD 2026-004

# BOARD AGENDA ITEM

## STAFFING SUMMARY SHEET

Committee Meeting & Date  
POLICY - 2026

Board Meeting Date  
N/A

TO				TO								
1.	Brandy Bolden	6.										
2.	Farres Everly	7.										
3.	Suresh Kotha	8.										
4.		9.	<b>Legal</b>									
5.		10.	<b>CEO &amp; General Manager</b>									
<b>Consent Calendar</b>		<input type="checkbox"/>	<b>Yes</b>	<input checked="" type="checkbox"/>	<b>No</b> <i>If no, schedule a dry run presentation.</i>	<input type="checkbox"/>	<b>Budgeted</b>	<input checked="" type="checkbox"/>	<b>Yes</b>	<input type="checkbox"/>	<b>No</b> <i>(If no, explain in Cost/Budgeted section.)</i>	
FROM (IPR) Bryanna Schaefer / Crystal Henderson				DEPARTMENT Board Office				MAIL STOP B307	EXT. 5424	DATE SENT 12/18/25		

**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:** *(Number & Title)* This review of the Work Plan supports Governance Process GP-4, Board/Committee Work Plan and 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.

**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:** Included in budget.

**Alternatives:** Not review the Work Plan at this time.

**Affected Parties:** Board of Directors and Executive Office

**Coordination:** Board Office

**Presenter:** Dave Tamayo, 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 2026-005

# BOARD AGENDA ITEM

## STAFFING SUMMARY SHEET

Committee Meeting & Date  
POLICY - 2026

Board Meeting Date  
N/A

TO					TO						
1.	Brandy Bolden				6.						
2.	Farres Everly				7.						
3.	Suresh Kotha				8.						
4.					9.	<b>Legal</b>					
5.					10.	<b>CEO &amp; General Manager</b>					
<b>Consent Calendar</b>		<b>Yes</b>	<input checked="" type="checkbox"/>	<b>No</b> <i>If no, schedule a dry run presentation.</i>		<b>Budgeted</b>	<input checked="" type="checkbox"/>	<b>Yes</b>	<b>No</b> <i>(If no, explain in Cost/Budgeted section.)</i>		
FROM (IPR) Bryanna Schaefer / Crystal Henderson				DEPARTMENT Board Office				MAIL STOP B304	EXT. 5424	DATE SENT 12/18/25	

**NARRATIVE:**

**Requested Action:** A summary of directives is provided to staff during the committee meeting.

**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.

**Board Policy:** *(Number & Title)* Governance Process GP-4, Board/Committee Work Plan and Agenda Planning states the Board will focus on the results the Board wants the organization to achieve.

**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.

**Cost/Budgeted:** Included in budget.

**Alternatives:** Not to summarize the Board’s requests at this meeting.

**Affected Parties:** Board of Directors and Executive Office

**Coordination:** Board Office

**Presenter:** Rosanna Herber, Policy Committee Chair

**Additional Links:**

SUBJECT

**Summary of Committee Direction – Policy Committee**

ITEM NO. *(FOR LEGAL USE ONLY)*

ITEMS SUBMITTED AFTER DEADLINE WILL BE POSTPONED UNTIL NEXT MEETING.