Chester Public Utility District

Manual of Policies

POLICY TITLE: Board Actions and Decisions
POLICY NUMBER: 5040

5040.10 Actions by the Board of Directors include but are not limited to the following:

5040.11 Adoption or rejection of regulations or policies;

5040.12 Adoption or rejection of a resolution;

5040.13 Adoption or rejection of an ordinance;

5040.14 Approval or rejection of any contract or expenditure;

5040.15 Approval or rejection of any proposal which commits District funds or facilities, including employment and dismissal of personnel; and,

5040.16 Approval or disapproval of matters which require or may require the District or its employees to take action and/or provide services.

5040.20 Action can only be taken by the vote of the majority of the Board of Directors. Three (3) Directors represent a quorum for the conduct of business. Actions taken at a meeting where only a quorum is present, therefore, require all three (3) votes to be effective (unless a 4/5 vote is required by policy or other law).

5040.21 A member abstaining in a vote is considered as absent for that vote.

5040.211 Example. If 3 of 5 Directors are present at a meeting, a quorum exists and business can be conducted. However, if 1 Director abstains on a particular action and the other 2 cast "aye" votes, no action is taken because a "majority of the Board" did not vote in favor of the action.

5040.212 Example. If an action is proposed requiring a two-thirds vote and 2 Directors abstain, the proposed action can not be approved because 4 of the 5 Directors would have to vote in favor of the action.

5040.213 Example. If a vacancy exists on the Board and a vote is taken to appoint an individual to fill said vacancy, 3 Directors must vote in favor of the appointment for it to

be approved. If 2 of the 4 Directors present abstain, the appointment is not approved.

5040.30 The Board may give directions which are not formal action. Such directions do not require formal procedural process. Such directions include the Board's directives and instructions to the General Manager.

5040.31 The Chairperson shall determine by consensus a Board directive and shall state it for clarification. Should any two Directors challenge the statement of the Chairperson, a voice vote may be requested.

5040.32 A formal motion may be made to place a disputed directive on a future agenda for Board consideration, or to take some other action (such as refer the matter to the General Manager for review and recommendation, etc.).

5040.33 Informal action by the Board is still Board action and shall only occur regarding matters which appear on the agenda for the Board meeting during which said informal action is taken.