Central Valley Flood Protection Board
Draft Board Governance Principles
June 19, 2013

In the following draft governance principles, the following definitions apply:

- The “Central Valley Flood Protection Board” or “CVFPB” is the entire organization.
- The “Board” is the governing entity of the CVFPB. The Board is composed of 7 voting and 2 non-voting members.
- Staff are referred to as “CVFPB staff” or “Board staff.”

1. The purpose of these principles is to assure effective governance and communication by the Board, Board members, and Board staff.
2. All Board member communication should be consistent with all applicable laws and regulations. It is the responsibility of Board members to know and understand these laws and regulations, including rules concerning ex parte communications.
3. Only decisions made by the Board by a vote of its members are binding on the CVFPB. No individual Board member has that authority.
4. The Board may delegate to the Board president or another Board member or a Board committee a specific piece of its authority, but must do so explicitly, in writing, and with the agreement of the other Board members.
5. The Board may delegate to the executive officer a specific piece of its authority, but must do so explicitly, in writing, and with the agreement of the other Board members. Once delegated, Board members and the Board should carefully refrain from usurping the delegation of authority to the executive officer.
6. The Board establishes the goals, priorities, expectations, and organizational structure of the CVFPB and communicates them in writing to the executive officer.
7. The Board regularly evaluates the performance of the executive officer and general counsel.
8. As the governing body of the CVFPB, the Board regularly evaluates its performance in upholding its policies and governing principles.
9. The Board can only direct the executive officer and the general counsel, or the persons who are acting in that capacity. The Board cannot direct another person in the organization (i.e. no “skip management”). Board members, with the permission of the executive officer, can work directly with staff.
10. A Board member may attend a meeting representing the Board and the CVFPB, but in that capacity he or she may not speak for the Board or the CVFPB other than to reinforce existing decisions and policies. Board members must inform the executive officer and other Board members when they speak in a public forum on a topic that relates to the CVFPB.

11. A Board member is an ambassador for the CVFPB and, in that capacity, may provide counsel and advice on behalf of the CVFPB, such as a) advising the Board, b) advising staff, or c) advising outside parties. When providing counsel to staff or outside parties, a Board member should a) refrain from appearing to give direction and b) when appropriate, inform the executive officer and Board president.

12. The role of the Board's president is to preside over Board meetings and assure an orderly flow of communication. The role of the Board vice president is to act on behalf of the president in his or her absence. The role of the Board's secretary is to assure that accurate records are kept of Board meetings. The role of the Board's executive committee is to plan the agendas for Board meetings and to handle other matters delegated to it by the Board, including appointing Board members to committees and making liaison assignments.