

**Central Valley Flood Protection Board
Draft Governance Principles for the Board and Board members.
February 13, 2013**

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

- “The Flood Protection Board” is the entire organization, known formally as the Central Valley Flood Protection Board.
 - “The Board” is the governing entity of the Central Valley Flood Protection Board, comprised of 7 voting and 2 non-voting members.
 - “The Flood Protection Board staff” or “the staff” – the people employed by the Flood Protection Board to carry out its work, including the executive officer and the chief engineer.
1. The purpose of these principles is to assure effective governance and communication among the Board, Board members, and Flood Protection Board staff.
 2. All Board and 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 Board members are binding on the Flood Protection Board staff. 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 Flood Protection Board and communicates them in writing to the executive officer.
 7. The Board regularly evaluates the Flood Protection Board’s performance in achieving the goals, priorities and expectations, using objective data to do so.
 8. The Board regularly evaluates the performance of the executive officer based on the organization’s performance.
 9. The Board can only direct the executive officer or the person who is acting in that capacity. It cannot direct another person in the organization (i.e. no “skip management”).
 10. A Board member may attend a meeting representing the Board and the Flood Protection Board, but in that capacity he or she may not speak for the Board or the Flood Protection Board other than to reinforce existing Flood Protection Board 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 Board work.

11. A Board member is an ambassador for the Flood Protection Board and may, in that capacity, provide counsel and advice on behalf of the Flood Protection Board, such as a) advising the Board, b) advising the staff of the Flood Protection Board, or c) advising outside parties. When advising the Board or providing counsel in the Board's area of responsibility, a Board member must notify all other Board members of such activity. At the request of constituents, stakeholders, or staff, a Board member may advise staff or provide counsel in the staff's area of responsibility, but must communicate to the executive officer when doing so. In all cases, the work of the Board member is advisory, and not binding upon the Board or the staff of the Flood Protection Board.

Parking Lot (*areas of other potential principles*)

- Board – chief engineer relationship
- DWR relationship
- Agenda planning