

**STATE OF CALIFORNIA**  
**NATURAL RESOURCES AGENCY**  
**CENTRAL VALLEY FLOOD PROTECTION BOARD**

GOVERNANCE PRINCIPLES

MAY 24, 2019

For purposes of these 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 seven voting and two non-voting members
  - Staff are referred to as “CVFPB staff” or “Board staff”
1. All previous Governance Principles are superseded as of the date of adoption of these Governance Principles.
  2. The purpose of the Governance Principles is to assure effective governance and communication by the Board, Board members, and Board staff.
  3. 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.
  4. Only decisions made by the Board by a vote of its members are binding on the CVFPB.
  5. The Board may delegate to a Board member or a Board committee a specific piece of its authority, but must do so by Board action.
  6. The Board may delegate to the Executive Officer or Board Counsel a specific piece of its authority, but must do so by Board action. The Board shall review from time to time the delegation of authority to the Executive Officer and Board Counsel and update as necessary.
  7. The Board establishes and regularly reviews the goals, priorities, and Governance Principles of the CVFPB and communicates them in writing to the Executive Officer.
  8. The Board regularly evaluates the performance of the Executive Officer and Board Counsel.
  9. As the governing body of the CVFPB, the Board regularly evaluates its performance in upholding its policies and Governing Principles.

10. The Board can only direct the Executive Officer and the Board 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, may work directly with staff.
11. Board members are expected and encouraged to represent the Board and the CVFPB at other public meetings and to reinforce existing decisions and policies where requested by other agencies or stakeholders. Board members must inform the Executive Officer when they speak in a public forum on a topic that relates to the CVFPB and the Executive Officer shall report regularly Board member appearances.
12. Board members are ambassadors for the CVFPB, its mission and programs and, in that capacity, may provide counsel and advice to the Board, Board staff and stakeholders. When providing counsel to staff or stakeholders, a Board Member should refrain from appearing to give direction and, when appropriate, inform the Executive Officer.
13. 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 Secretary is to assure that accurate records are kept of Board meetings. The role of the Executive Committee is to act on matters of Board administration, plan the agendas for Board meetings and workshops and to handle other matters delegated to it by the Board.

Originally adopted: June 28, 2013