

**RESOLUTION NO. 24-02**  
**RESOLUTION OF THE BOARD OF DIRECTORS OF THE**  
**MORAGA-ORINDA FIRE DISTRICT**  
**ADOPTING REVISED RULES OF PROCEDURE FOR**  
**BOARD MEETINGS AND RELATED FUNCTIONS AND ACTIVITIES**

**WHEREAS**, the Board of Directors (“District Board”) of the Moraga-Orinda Fire District ("District") has previously adopted Rules of Procedure to govern the conduct of its meetings and related functions and activities through Resolution Number 07-02;

**WHEREAS**, on January 19, 2011, the District Board adopted Resolution No. 11-03 which repealed Resolution Number 07-02 and adopted new Rules of Procedure to govern the conduct of its meetings and related functions and activities;

**WHEREAS**, the District Board desires to further amend its Rules of Procedure to comply with changes in the Brown Act and other laws, to include additional provisions relating to addressing disruptive conduct and relating to conflicts of interest, and for purposes of clarification.

**NOW, THEREFORE, BE IT RESOLVED** that the District Board does hereby repeal Resolution Number 11-03 relating to the adoption of Rules of Procedure and related functions and activities within the District.

**BE IT FURTHER RESOLVED** that the District Board does hereby adopt the following Rules of Procedure for District Board meetings and related functions and activities:

**PURPOSE:** The purpose and intent of the District Board in adopting these rules is to provide directory, as opposed to mandatory, guidelines relating to the conduct of the public business by or on behalf of the District Board, and in the event of any noncompliance with or violation of any provision herein, such will not be deemed to affect the validity of any action taken, unless otherwise specifically provided by law. These procedures are intended to supplement and implement provisions of the Ralph M. Brown Act, Government Code section 54950 et seq., (the "Brown Act").

**1. MEETINGS**

**1.1 REGULAR MEETING:**

The District Board shall hold regular meetings located at 22 Orinda Way, Orinda, CA on the third Wednesday of the month, with Closed session beginning at either 5 p.m. or 6 p.m. (as described on the particular agenda) and the Open session beginning at 7 p.m. When the day for a regular meeting of the District Board falls on a legal holiday, the District Board, at the preceding meeting, shall determine the time and date of any rescheduled meeting.

The meeting site may be changed for convenience, to accommodate larger attendance, and for other reasons, provided that the alternate location is within the jurisdiction of the District, permitted by law, accessible as required pursuant to the Americans with Disabilities Act, and the alternate location is posted at the District offices and on its website. (Govt. Code § 54954)

**1.2 ADJOURNED MEETINGS TO A FUTURE DATE:**

Any meeting may be adjourned to a time, place, and date certain, but not beyond the next regular meeting, in compliance with the Brown Act, Government Code Section 54955. Once adjourned, the meeting may not be reconvened until the date of the adjourned meeting. Whenever a regular or adjourned meeting is adjourned as provided in this section, the resulting adjourned meeting is a regular meeting for all purposes.

The Clerk shall provide notice of an Adjourned Meeting in the same way required for a special meeting. A copy of the notice of adjournment shall be posted on or near the door of the place where the meeting was held within twenty-four hours of adjournment. If the adjourned meeting occurs more than five days after the meeting that was continued, a new agenda for the adjourned meeting shall be posted 72 hours in advance of the adjourned meeting.

### 1.3 SPECIAL AND EMERGENCY MEETINGS:

Special and emergency meetings shall be held and noticed in compliance with the Brown Act, Government Code Sections 54956 and 54956.5

Special Meetings may be called by the Board President or majority of Board Members on not less than 24 hours notice, as set forth in Government Code section 54956. The notice shall specify the time and place of the special meeting and the business to be transacted or discussed. Only matters contained in the notice may be considered.

### 1.4 QUORUM:

Pursuant to Health & Safety Code section 13856:

- (1) A majority of the District Board shall constitute a quorum for the transaction of business.
- (2) The District Board shall act only by ordinance, resolution, or motion. Except as specifically provided to the contrary by statute, a recorded vote by a majority of the total membership of the District Board is required on each action. See Attachment A for a non-exhaustive summary of certain voting requirements.

#### 1.4.1 Legally Required Participation:

If a majority of the District Board shall be disqualified to vote on a matter by reason of actual or apparent conflict of interest, and at least one disqualified District Board member's participation is legally required for a decision to be made, the District Board shall select by lot or other means of random selection, or by such other impartial and equitable means as the District Board shall determine, that number of its disqualified members which, when added to the members eligible to vote, shall constitute a quorum. The selected disqualified members may vote but may not participate in discussion or deliberation on the item. This rule shall be interpreted in accordance with the Political Reform Act and all conflict of interest laws and regulations.

### 1.5 MEETINGS TO BE PUBLIC:

All regular, adjourned, special, and emergency meetings of the District Board shall be open to the public, provided, however, the District Board may hold closed sessions from

which the public may be excluded for the consideration of matters authorized by the Brown Act, which include, but are not limited to, personnel matters, negotiations for the sale or purchase of real property, attorney-client consultation concerning existing and potential litigation.

#### 1.6 PROHIBITED HARASSMENT POLICY:

As set forth more fully in the District's Prohibited Harassment Policy (A 3.07.02), the District, including at the meetings of the Board and its Committees, is committed to maintaining a work environment that is free from discrimination and harassment based on a protected category. It is against District policy to engage in verbal conduct that denigrates an individual because of their race, color, sex, marital status, religious creed, age for individuals over forty years of age, sexual orientation, national origin, military status, veteran status, mental disability, physical disability, genetic information, gender, gender identity, gender expression, medical condition, ancestry or any other basis protected by any applicable ordinance, regulation, federal, state, or local law. The Prohibited Harassment Policy is designed to encourage professional and respectful behavior and to prevent discriminatory and harassing conduct in the workplace.

## 2. ORDER OF BUSINESS

### 2.1 AGENDA:

In order to facilitate the orderly conduct of the business of the District Board, the Board Clerk shall prepare an agenda for each regular Board Meeting in accordance with the Order of Business set forth in Section 2.1.1, and in consultation with the District Chief, President, and General Counsel. The Agenda prepared by the Board Clerk shall, at a minimum, include:

1. The date of the meeting.
2. The time of the meeting.
3. The location of the meeting.
4. A specified period of time for members of the public to address the District Board on items of interest to the public that are not listed on the agenda and within the jurisdiction of the District Board.
5. A specified section under which Board Members and District Staff may present information-only reports.
6. A brief general description of each item of business to be transacted and discussed.

2.1.1 The Order of Business of each regular meeting shall be as contained in the Agenda prepared by the Board Clerk. The Agenda shall be a listing by topic of the subjects which shall be taken up for consideration in the following order:

1. CALL TO ORDER
2. ROLL CALL
3. PLEDGE OF ALLEGIANCE
4. PUBLIC COMMENT – CLOSED SESSION ITEMS

5. CLOSED SESSION
6. RECONVENE THE MEETING
7. REPORT OF CLOSED SESSION ACTION
8. PUBLIC HEARINGS
9. ANNOUNCEMENTS
10. PUBLIC COMMENT – CONSENT AGENDA ITEMS AND ITEMS NOT ON THE AGENDA
11. CONSENT CALENDAR
12. REGULAR CALENDAR
13. COMMITTEE REPORTS
14. REQUESTS FOR ITEMS ON FUTURE AGENDAS
15. ADJOURNMENT

2.1.2 At the direction of the Presiding Officer or on a majority vote of the District Board, items may be taken out of the order prescribed above, so long as there is no discernible prejudice to the right of the public to be heard on the matter.

2.1.3 The Board may not take action or discuss any item not appearing on the agenda, except as provided in this section. As provided in Government Code section 54954.2(a)(3), a Board member or staff may briefly respond to statements made or questions posed by members of the public during public comment. A board member or staff may ask a question for clarification, make a brief announcement, or make a brief report on his or her own activities. A Board member may provide a reference to staff or other resources for factual information, request staff to report back to the Board at a subsequent meeting concerning any matter, or, if approved by a majority vote of the Board, take action to direct staff to place a matter of business on a future agenda.

As provided in Government Code section 54954.2(b), the District Board may take action on items of business which do not appear on the posted agenda under any of the following conditions or circumstances. The Board shall publicly identify the item and the basis for taking action.

- (1) Upon a determination by a majority vote of the District Board that an emergency situation exists, as defined in the Brown Act, Government Code Section 54956.5;
- (2) Upon a determination by a two-thirds vote of the District Board, or, if less than two-thirds of the members are present, by a unanimous vote of those members present, that the need to take immediate action arose subsequent to the Agenda having been posted;
- (3) The item was posted for a prior meeting of the District Board occurring not more than five calendar days prior to the date action is taken on the item, and at the prior meeting the item was continued to the meeting at which action is proposed to be taken.

## 2.2 DELIVERY OF AGENDA FOR REGULAR MEETINGS:

- (a) The Agenda for each regular meeting of the District Board, and reports and other

documentation related thereto, shall be delivered to the Board Members and made available to the public on the Friday preceding the Wednesday meeting to which it pertains. In respect to every regular meeting, the Agenda shall conform to the Brown Act, Government Code Section 54954.2, and shall be posted at least 72 hours prior to the time scheduled for the meeting. Agendas shall be posted on the windows outside the administrative offices of the District located at 1280 Moraga Way, Moraga, CA 94556, on the District's website, and at such other places within the District as the District Board has designated for posting notices of District Board meetings, and shall, in accordance with Government Code section 54954.1, be provided to anyone who has requested, in writing, to receive copies of the agenda.

- (b) Reports and other documentation that are public records and relate to items on the Agenda shall, as a general rule, be made available to the public on the Friday preceding the Wednesday meeting to which it pertains. If such a report or document is made available to the Board less than 72 hours before the meeting, it shall also be made available for public inspection in accordance with Government Code section 54957.5.

### 2.3 ROLL CALL:

Before proceeding with the business of the District Board, the names of those Board members that are present shall be entered in the minutes. No formal roll call need be taken.

### 2.4 APPROVAL OF MINUTES:

Unless requested by a majority of the District Board, minutes of the previous meeting may be approved without public reading if the Board Clerk has previously furnished each Board Member with a copy thereof.

### 2.5 CONSENT CALENDAR:

Items of a routine nature, and non-controversial, shall be placed on the Consent Calendar. All items may be approved by one blanket motion upon a majority vote and upon such other voting requirements established by statute. Prior to, or following review of, the Consent Calendar by the District Chief, any Board Member may request that any item be withdrawn from the Consent Calendar for separate consideration. Members of the public shall be provided an opportunity to comment on the Consent Calendar prior to the Board's consideration of the Consent Calendar in accordance with Section 2.8. Any member of the public may request any Board Member to withdraw a Consent Calendar item from Board consideration. However, any Board Member may abstain from voting on any Consent Calendar item without requesting its removal from the Consent Calendar, and the Board Clerk shall be instructed to record such abstentions in the minutes. Any abstention shall be considered a non-vote.

### 2.6 PROCEDURES FOR BOARD ACTION ON REGULAR CALENDAR ITEMS:

- (a) The Board shall take input from staff and other invited experts and ask questions for clarification.
- (b) The Board shall discuss the item on the agenda and may ask further questions of staff

or other invited experts.

- (c) The Board shall invite comments or questions from the public relative to that agenda item. A limitation of three (3) minutes may be imposed upon each person so desiring to address the Board unless different time limits are established by the Presiding Officer or the Board. The Presiding Officer or the Board may also limit the total amount of time allocated for public testimony on the agenda item.
- (d) A motion is made and seconded if an action is intended to occur.
- (e) The Board deliberates on the motion.
- (f) The Board votes.

## 2.7 PUBLIC HEARINGS:

- (a) Generally, public hearings (such as Public Hearing on Fire Code Adoption, Public Hearing on Adoption of a Fee Ordinance), other than those of a quasi-judicial nature, shall be conducted in the following order:

Staff Review

Questions of Staff by District Board

Hearing Opened by Board President

Preliminary Board Comments

Public Comments

Questions by District Board

Discussion by District Board

Proposed Action by District Board

Public Comment on Proposed Action by District Board

Closing of Hearing

Final Action by District Board

- (b) Quasi-judicial hearings (such as when the Board sits as a Board of Appeals relative to the application and interpretation of the District Fire Code) shall be conducted in accordance with the principles of due process, and the District Counsel shall advise the District Board in this regard.

In general, such quasi-judicial hearings shall be conducted in the following manner:

Board Members Disclose any Ex Parte Communications

Staff Report

Board Questions for Staff

Presiding Officer then Opens the Public Portion of the Hearing

Presentation by Appellant (10 minutes)

Board Questions for Appellant, Applicant and/or Staff

Public Comment

Rebuttal by Staff (10 minutes)

Rebuttal by Appellant (5 minutes)

Final Board Questions of Appellant Final Board Questions of Staff

Presiding Officer closes the Public Portion of Hearing

Board Discusses, Deliberates, Makes Findings and takes Final Action by Motion.

At any hearing before the Board sitting in a quasi-judicial capacity, the Board may request that parties testify under oath.

- (c) Questions or comments from the public shall be limited to the subject under consideration. Depending upon the extent of the agenda, and the number of persons desiring to speak on an issue, the Presiding Officer or the Board may at the beginning of the hearing establish time limits consistent with Section 2.6 (d). Any person may speak for a longer period of time, upon approval of the Presiding Officer or the District Board, when this is deemed necessary in such cases as when a person is speaking as representative of a group or has graphic or slide presentations requiring more time.

## 2.8 PUBLIC COMMENT:

- (a) Pursuant to Government Code section 54954.3 of the Brown Act, at any regular and special meeting, members of the public may directly address the Board on any agenda item before or during the Board's consideration of the item.
- (b) In addition, for regular meetings, the Board provides the members of the public with a Public Comment Period where the public may address the Board on any matter not listed on the agenda that is within the subject matter jurisdiction of the Board and for members of the public to address the Board on items on the Consent Calendar.
- (c) Any member of the public desiring to address the District Board shall wait to be recognized by the Presiding Officer. After being recognized, the member of the public shall be asked but is not required to state their name for the record.
- (d) All remarks and questions shall be addressed to the Chair and not to any individual District Board Member, staff member or other person. During a public hearing, all remarks shall be limited to the subject under consideration. No person shall enter into any discussion without being recognized by the Presiding Officer.
- (e) Public comment may be limited by the Presiding Officer or the Board to three (3) minutes per speaker, unless different time limits are established by the Presiding Officer or the Board. The Presiding Officer or the Board may also limit the total amount of time allocated for public testimony on any particular issue.
- (f) The Presiding Officer or the Board may limit the total amount of time allowed for public comment on non-agenda topics at any single meeting. Those whose presentations are postponed shall be given priority at the next meeting, during the Public Comment portion of the Agenda.
- (g) If it appears that several speakers desire to speak regarding a single topic, the Presiding Officer or the Board may reasonably limit the amount of time for public

comment as to each side of an issue. In this regard, preference may be given to speakers who represent groups or persons who have designated a spokesperson.

- (h) If a member of the public uses a translator when making public comment, the Board shall allow that person at least twice the amount of time otherwise allowed for public comment on that item. This shall not apply when the District uses simultaneous translation equipment in a manner that allows the Board to hear the translated public testimony simultaneously.
- (i) The District may not require a member of the public to provide their name or other information or to complete a questionnaire as a condition for attending or speaking at a Board meeting. Any attendance list, questionnaire, or other document circulated at a meeting must state clearly that signing or completing the document is optional.
- (j) No person except District officials shall be permitted within the platform area in front of the District Board table without the invitation or consent of the Presiding Officer.
- (k) The Board shall not prohibit public criticism of the policies, procedures, programs, or services of the District, or of the acts or omissions of the Board.
- (l) If a matter not on the agenda requires a collective decision by a majority of the members of the Board, the matter may be received and then forwarded to staff, a Director or Board Committee for recommendation and report at a subsequent meeting, in accordance with Section 2.1.3. This procedure is necessary in order to comply with the Brown Act.

## 2.9 PARTICIPATION BY MEMBERS OF THE DISTRICT BOARD IN AGENDA SETTING:

The President or any District Board Member may bring before the District Board any new business under Requests for Items on Future Agendas (section 2.1.1) for the purpose of placing an item of business on future agendas, but formal action on such matters shall be deferred until a subsequent District Board meeting unless deemed to be of an urgent nature.

## 3. PRESIDING OFFICER

### 3.1 PRESIDING OFFICER

The Board President shall be the Presiding Officer, also referred to herein as “Chair”, at all meetings of the District Board. In the absence of the Board President, the Board Vice-President shall preside. In the absence of both the Board President and the Board Vice President, the Board Second Vice President shall act as the presiding officer to serve until the arrival of the Board President or Board Vice President or until adjournment.

### 3.2 CALL TO ORDER:

The meeting of the District Board shall be called to order by the Presiding Officer.

### 3.3 PARTICIPATION OF PRESIDING OFFICER:

The Presiding Officer may move, second, and debate from the Chair, subject only to such



limitations of debate as are imposed on all Board Members, and the Presiding Officer shall not be deprived of any of the rights and privileges of a Board Member by reason of acting as Presiding Officer. However, the Presiding Officer is primarily responsible for the conduct of the meeting. If the Presiding Officer desires to personally engage in extended debate on questions before the District Board, the Presiding Officer should consider turning the Chair over to another member.

3.4 QUESTION TO BE STATED:

The Presiding Officer shall verbally restate each question immediately prior to calling for the vote. Following the vote, the Presiding Officer shall verbally announce whether the question carried or was defeated. The Presiding Officer may also publicly state the effect of the vote for the benefit of the audience before proceeding to the next item of business.

3.5 SIGNING OF DOCUMENTS:

The Board President, or Board Vice President, in the absence of the Board President, shall sign ordinances and resolutions adopted by the District Board. The Board Clerk or Deputy Board Clerk shall attest to the signature of the Board President or Board Vice President.

3.6 MAINTENANCE OF ORDER:

The Presiding Officer is responsible for the maintenance of order and decorum at all times. No person is allowed to speak who has not first been recognized by the Chair. All questions and remarks shall be addressed to the Chair.

**4. RULES, DECORUM AND ORDER**

4.1 POINTS OF ORDER:

The Presiding Officer shall determine all Points of Order subject to the right of any member to appeal to the District Board. If any appeal is taken, the question shall be, "Shall the decision of the Presiding Officer be sustained?" in which event a majority vote shall govern and conclusively determine such question of order.

4.2 DECORUM AND ORDER - BOARD MEMBERS:

- (a) Any Board Member desiring to speak shall address the Chair and, upon recognition by the Presiding Officer, shall confine remarks to the question under debate.
- (b) A Board Member desiring to question the staff shall address questions to the District Chief or District Counsel, in appropriate cases, who shall be entitled either to answer the inquiry himself or to designate some member of staff for that purpose.
- (c) A Board Member, once recognized, shall not be interrupted while speaking unless called to order by the Presiding Officer; unless a Point of Order is raised by another Board Member; or unless the speaker chooses to yield to questions from another Board Member.

- (d) Any Board Member called to order while speaking shall cease speaking immediately until the question of order is determined. If ruled to be in order, the Board member shall be permitted to proceed. If ruled to be not in order, the Board member shall remain silent or shall alter remarks so as to comply with rules of the District Board.
- (e) Board Members shall accord the utmost courtesy to each other, to District employees, and to the public appearing before the District Board and shall refrain at all times from rude and derogatory remarks, reflections as to integrity, abusive comments, and statements as to motives and personalities.
- (f) Any Board Member may move to require the Presiding Officer to enforce the rules, and the affirmative vote of a majority of the District Board shall require the Presiding Officer to so act.

#### 4.3 DECORUM AND ORDER - EMPLOYEES:

Members of the administrative staff and employees of the District, when acting in the course of performance of official duties, shall observe the same rules of procedure and decorum applicable to members of the District Board. The District Chief shall insure that all District employees observe such decorum. Any staff members including the District Chief, desiring to address the District Board or members of the public shall first be recognized by the Chair. All remarks shall be addressed to the Chair and not to any one individual Board Member or member of the public.

#### 4.4 DECORUM AND ORDER - PUBLIC:

- (a) In order to ensure that business is conducted in an orderly fashion and that all have an equal opportunity to observe and participate in the proceedings, the following rules of order shall be applied to address conduct which disrupts, disturbs, or otherwise impedes the orderly conduct of the meeting. This disruptive behavior can include failing to comply with reasonable and lawful regulations of the legislative body, as well as behavior that constitutes use of force or a true threat of force. (Government Code Section 54957.95)
- (b) No attendee of a Board meeting, at any meeting site or virtually, shall use loud, threatening, profane, or abusive language, whistle, clap, stamp their feet, speak over or interrupt the recognized speaker, or engage in any other disorderly conduct which disrupts the orderly conduct of the meeting.
- (c) Continued use of verbal conduct that denigrates an individual because of their race, color, gender, religion, sexual orientation, age, national origin, disability, or other protected category after a verbal warning from the Presiding Officer disrupts the orderly conduct of the meeting. Such conduct interferes with the Board's ability to accomplish its functions in a reasonably efficient matter by causing a distraction from District business, chilling other members of the public's participation, interfering with the ability of those present to listen and understand the business and proceedings of the District or Board, and may constitute or contribute to employment or other types of discrimination and harassment.

#### 4.5 ENFORCEMENT OF DECORUM:

- (a) The Presiding Officer shall maintain order. In that regard, the Presiding Officer may take such actions reasonably calculated to maintain order, which include, but are not limited to, calling a recess, adjourning the meeting to another date, or ordering the removal of persons disrupting the meeting as provided in this section. The District Chief or designee shall be ex-officio sergeant-of-arms of the District Board. The ex-officio sergeant-of-arms shall carry out all orders and instructions given by the Presiding Officer for the purpose of maintaining order and decorum in the Board Chambers. Upon instructions from the Presiding Officer, it shall be the duty of the sergeant- of-arms or another representative to remove any person from the District Board Chambers.
- (b) The Presiding Officer may order an individual to be removed from a Board meeting when the individual is engaging in behavior that constitutes use of force or a “true threat of force,” meaning a threat that has sufficient indicia of intent and seriousness that a reasonable observer would perceive it to be an actual threat to use force by the person making the threat.
- (c) If a meeting is willfully disrupted by a group of people so as to render the orderly conduct of the meeting infeasible, the presiding officer may take such actions reasonably calculated to maintain order, which include, but are not limited to, calling a recess, adjourning the meeting to another date, or ordering the removal of persons disrupting the meeting as provided in this section. As set forth in the Brown Act, Government Code Section 54957.9, in the event that any meeting is willfully interrupted by a group or groups of persons so as to render the orderly conduct of such meeting unfeasible and order cannot be restored by the removal of individuals who are willfully interrupting the meeting, the members of the District Board may order the meeting room cleared and continue in session. Only matters appearing on the agenda may be considered in such a session. Duly accredited representatives of the press or other news media, except those participating in the disturbance, shall be allowed to attend any session held pursuant to this section. Nothing in this section shall prohibit the District Board from establishing procedures for readmitting an individual or individuals not responsible for willfully disturbing the orderly conduct of the meeting.
- (d) Removal for Disruptive Conduct
  - (i) The Presiding Officer may order an individual to be removed from a Board meeting when the individual is engaging in behavior that actually disrupts, disturbs, impedes, or renders infeasible the orderly conduct of the meeting, which may include but is not limited to failing to comply with these Rules of Procedure.
  - (ii) Prior to ordering the removal of the individual for disruptive conduct, the presiding officer shall warn the individual that their behavior is disrupting the meeting and, when applicable, shall follow the procedures in Section 4.5 (e) below.
- (e) Verbal Conduct Denigrating a Person Because of a Protected Category

When a person engages in verbal conduct that denigrates an individual because of their race, color, gender, religion, sexual orientation, age, national origin,

disability, or other protected category, the presiding officer shall take the following actions:

- (i) The Presiding Officer shall stop the speaker and read the relevant portions of the District's Harassment-Free Workplace Policy. The presiding officer shall state that the District does not condone comments in violation of the District's Policy and that the speaker's harassment is unwanted and unwelcome and impedes the orderly conduct of the meeting by interfering with the Board's ability to accomplish its functions in a reasonably efficient matter by causing a distraction from District business, chilling participation from other members of the public, interfering with the ability of those present to listen and understand the business and proceedings of the District and may constitute or contribute to employment or other forms of discrimination.
- (ii) The presiding officer shall state that any District employee present may be excused from attendance at the meeting during the speaker's remarks.
- (iii) The Presiding Officer shall hold the speaker's time and the speaker may resume speaking after the Presiding Officer's statement, unless the speaker's comments continue to disrupt, disturb, or impede the orderly conduct of the meeting. If the speaker continues to disrupt, disturb, or impede the orderly conduct of the meeting, the Presiding Officer may take such actions as reasonably calculated to maintain order as stated in Rule 4.5(a), including, but not limited to, prohibiting the speaker from further commenting, or ordering the speaker to be removed from the meeting.
- (iv) After the end of the speaker's comments, any Board member may make a brief response to such comments, if desired.

#### 4.6 PERSONAL PRIVILEGE:

A District Board Member may request a point of personal privilege, requesting the immediate consideration of a matter affecting the comfort, safety, or orderliness of a member.

#### 4.7 CONFLICT OF INTEREST:

All Board Members are subject to the provisions of California Law relative to conflicts of interest, including, but not limited to, California Government Code, section 1090 *et seq.*, conflict of interest codes as may be adopted by the District Board, and the provisions of Government Code section 87100 *et seq.* relative to certain defined financial interests prohibiting participation in District decisions. Any Board Member prevented from voting because of a conflict of interest, or a declared financial interest shall identify the conflict of interest and refrain from debate and voting on the included matter. Such Board Member must also leave the District Chambers during debate and voting on the issue except as may be allowed by the Political Reform Act, Government Code §87105.

#### 4.8 LIMITATION OF DEBATE:

No Board Members normally should speak more than once upon any one subject until every other Board Member choosing to speak thereon has spoken.

**4.9 DISSENTS, PROTESTS, AND COMMENTS:**

Any Board Member shall have the right to express dissent from or protest to or comment upon any action of the District Board and have the reason entered in the minutes. If such dissent, protest or comment is desired to be entered in the minutes, this should be made clear by language such as, "I would like the minutes to show that I am opposed to this action for the following reasons...."

**4.10 PROCEDURES IN ABSENCE OF RULES:**

In the absence of a rule herein to govern a point or procedure, Robert's Rules of Order shall be used as a guide.

**4.11 RULINGS OF PRESIDENT ARE FINAL UNLESS OVERRULED:**

In presiding over District Board meetings, the Board President, Board Vice President, or temporary Presiding Officer shall decide all questions of interpretation of these rules, points of order or other questions of procedure requiring rulings. Any such decision or ruling shall be final unless overridden or suspended by a majority vote of the Board Members present and voting and shall be binding and legally effective (even though clearly erroneous) for purposes of the matter under consideration.

**4.12 ACTIONS NOT INVALIDATED:**

Failure to strictly comply with these Rules of Procedure shall not necessarily invalidate any action taken by the District Board.

**5. WRITTEN CORRESPONDENCE**

The District Chief is authorized to receive and open all mail addressed to the District Board as a whole and give it immediate attention to the end that all administrative business referred to in said communications that falls within the District Chief's duties established by law or delegation by the Board, and not necessarily requiring District Board action, may be disposed of between District Board meetings. A copy of such communication shall be sent to each Board Member by the appropriate means. Any communication relating to a matter pending or to be brought before the District Board shall be included in the agenda packet for the meeting at which such item is to be considered.

Letters of appeal from administrative decisions shall be processed under applicable provisions of the District ordinances.

Copies of all other communications sent to the District Board will be transmitted to all District Board Members.

**6. MOTIONS**

**6.1 PROCESSING OF MOTIONS:**

When a motion is made and seconded, it shall be stated by the Presiding Officer before debate. A motion so stated shall not be withdrawn by the mover without the consent of the person seconding it.

6.2 MOTIONS OUT OF ORDER:

The Presiding Officer may at any time, by majority consent of the District Board, permit a Board member to introduce an ordinance, resolution or motion out of the regular agenda order.

6.3 DIVISION OF QUESTION:

If the question contains two or more divisionable propositions, the Presiding Officer may, and upon request of a Board Member shall, divide the same.

6.4 PRECEDENCE OF MOTIONS:

When a motion is before the District Board, no motion shall be entertained except the following, which shall have precedence in the following order:

- a. Adjourn
- b. Fix Hour of adjournment
- c. Table
- d. Limit or terminate discussion
- e. Substitute
- f. Reconsider
- g. Amend
- h. Postpone

6.5 MOTION TO ADJOURN: (not debatable)

A motion to adjourn shall be in order at any time, except as follows:

- a. When repeated without intervening business or discussion.
- b. When made as an interruption of a Board Member while speaking.
- c. When discussion has been ended, and vote on motion is pending, and,
- d. While a vote is being taken.

A motion to adjourn "to another time" shall be debatable only as to the time to which the meeting is adjourned.

6.6 MOTION TO FIX HOUR OF ADJOURNMENT:

Such a motion shall be to set a definite time at which to adjourn and shall be undebatable and shall be unamendable except by unanimous vote.

6.7 MOTION TO TABLE:

A motion to table shall be used to temporarily by-pass the subject. A motion to table shall be undebatable and shall preclude all amendments or debate of the subject under

consideration. If the motion shall prevail, the matter may be "taken from the table" at any time prior to the end of the next regular meeting.

6.8 MOTION TO LIMIT OR TERMINATE DISCUSSION:

Such a motion shall be used to limit or close debate on, or further amendment to, the main motion and shall be undebatable. If the motion fails, debate shall be reopened; if the motion passes, a vote shall be taken on the main motion.

6.9 MOTION TO AMEND:

A motion to amend shall be debatable only as to the amendment. A motion to amend an amendment shall be in order, but a motion to amend an amendment to an amendment shall not be in order. An amendment modifying the intention of a motion shall be in order, but an amendment relating to a different matter shall not be in order. A substitute motion on the same subject shall be acceptable and voted on before a vote on the amendment. Amendments shall be voted on first then the main motion as amended.

6.10 MOTION TO CONTINUE

Motions to continue to a definite time shall be amendable and debatable as to propriety of postponement and time set.

**7. VOTING PROCEDURE**

7.1 VOTING PROCEDURE:

In acting upon every motion, the vote shall be taken by voice or roll call or any other method by which the vote of each Board Member present can be clearly ascertained. The Board Clerk shall call the names of all members seated when a roll call vote is ordered or required. Board Members shall respond "aye," "no" or "abstain," provided that when a vote is collectively taken by voice or when a method of voting other than by voice or roll call is used, any Board Member not audibly and clearly responding "no" or "abstain" or otherwise registering an objection shall have his voice recorded as "aye". An abstention shall count as a non-vote.

7.2 ROLL CALL VOTING:

Every ordinance and any resolution or orders for franchises or payments of money require, at minimum, three affirmative votes. A roll call vote shall be used for these changes. Any other question before the District Board shall not require a roll call vote unless demanded by any Board Member. It shall not be in order for Board Members to explain their vote during roll call. Any Board Member may change his vote before the next order of business.

7.3. RECONSIDERATION:

Any Board Member who voted with the majority may move a reconsideration of any action at the same or next meeting. After a motion for reconsideration has once been acted upon, no other motion for reconsideration thereof shall be made without unanimous consent of the District Board.

#### 7.4 TIE VOTES:

Tie votes shall be lost motions. When all District Board Members are present, a tie vote on whether to grant an appeal from official action shall be considered a denial of such appeal, unless the District Board takes other action to further consider the matter. If a tie vote results at a time when less than all Board Members are present the matter shall automatically be continued to the agenda of the next regular meeting of the District Board, unless otherwise ordered by the District Board.

### 8. RESOLUTIONS AND MOTIONS

8.1 Legislative acts of the District Board (usually a role of public policy for long-term application) are taken by ordinance, whereas more routine business and administrative matters (usually more temporary and transitory in nature) are accomplished by "resolutions." The term "resolution," generally denotes any action taken affirmatively via a vote of the District Board, other than one taken by ordinance. Three terms are in general use to denote such (non-ordinance) actions: "resolution," "minute order," and "motion" (thereafter recorded by minute entry).

The most formal is referred to locally as a "resolution" which in addition to being referenced in the minutes, will be recorded by a separate document, numbered in sequence for each calendar year and preserved in a separate set of books. Such "resolutions" are used in this District for various reasons, such as when specifically required by law, when needed as a separate evidentiary document to be transmitted to another governmental agency, or where the frequency of future reference back to its contents warrants a separate document (with the additional "whereas" explanatory material it often recites) to facilitate such future reference and research.

A "motion" (assuming it was one which passed) is a District Board action which is recorded simply by an item entry in the minutes of the meeting at which it was accomplished, and no separate document is made to memorialize it.

### 9. ORDINANCES

9.1 INTRODUCTION AND ADOPTION OF ORDINANCES:

Ordinances shall not be passed within five days of their introduction, nor at other than a regular meeting or at an adjourned regular meeting. However, an urgency ordinance may be passed immediately upon introduction and either at a regular or special meeting. Except when, after reading the title, further reading is waived by regular motion adopted by majority vote of the Board Members present, all ordinances shall be read in full either at the time of introduction or passage, provided, however, that a reading of the title or ordinance shall not be required if the title is included on the published agenda and a copy of the full ordinance is made available to the public online and in print at the meeting before the introduction or passage.

When ordinances, other than urgency ordinances, are altered after introduction, they shall be passed only at regular or at an adjourned regular meeting held at least five days after alteration.



Corrections of typographical or clerical errors are not alterations within the meaning of this section.

This section shall not apply to ordinances which by statute can be passed only after notice and a public hearing.

9.2 EFFECTIVE DATE:

All ordinances, except as otherwise provided by law, shall take effect 30 days after adoption, but may be made operative at such later date as may be designated in the ordinance.

9.3 PUBLISHING:

It shall be the duty of the Board Clerk to post or publish all ordinances within 15 days after adoption.

9.4 URGENCY ORDINANCES:

All urgency ordinances must receive four (4) affirmative votes to be adopted and to become effective immediately. If such an ordinance fails to receive a 4/5 majority, it may thereafter be considered and passed in the same manner as regular ordinances if all legal requirements for adoption of a non-urgency ordinance have been satisfied.

**10. ELECTION OF OFFICERS**

The District Board shall elect the following Officers: President, Vice President, and Second Vice President on an annual basis or as may be required after a general district election. The District Board may also elect such additional officers as may be created. Nothing herein shall affect the status of officers appointed prior to the adoption of this Resolution (No. 24-02).

No member of the Board shall serve in the same position of President or Vice President for more than one consecutive year unless all other board members decline to accept nomination to serve as either President or Vice-President, in which case the current President or Vice President may serve a second consecutive term in that office.

**11. STANDING OR AD HOC COMMITTEES**

The District Board may create or dissolve standing or ad hoc committees and appoint their members as necessary to conduct District business and keep informed on matters relevant to the District. Directors so assigned shall report to the Board on matters of these committees.

**12. BOARD ATTENDANCE AND VACANCIES**

Each member of the Board is expected to attend each meeting of the Board and each meeting of any committee to which the Director has been appointed. Members of the Board shall be responsible to inform the Fire Chief and Board President at least 96 hours in advance of a scheduled meeting if the Director expects to be absent. If an unexpected absence is necessary, the Director should inform the Fire Chief and Board President as soon as possible before the commencement of the meeting. Board vacancies shall be filled pursuant to Government Code Section 1780 (Health and Safety Code 13852(b)).

PASSED, APPROVED AND ADOPTED this 20th day of March 2024 at the regular meeting of the District Board held at 22 Orinda Way, Orinda, California 94563, on a motion made by Director Jorgens, seconded by Director Danziger, and duly carried with the following roll call vote:

**AYES:** DIRECTORS DANZIGER, HASLER, JEX, JORGENS, AND ROEMER

**NOES:** NONE

**ABSENT:** NONE

**ABSTAIN:** NONE

**Resolution 24-02**  
**Date: March 20, 2024**

ATTEST:

Michael Roemer, President  
Michael Roemer, President (Mar 25, 2024 15:15 MDT)

Michael Roemer, President  
Board of Directors

I certify that this is a full, true and correct copy of the original document which is on file in my office, and that was passed and adopted by the Moraga-Orinda Fire Protection District on the date shown.

ATTEST:

Marcia Holbrook

Marcia Holbrook,  
District Secretary/District Clerk

APPROVED AS TO FORM:

Jonathan V. Holtzman

Jonathan V. Holtzman, District Counsel (Mar 26, 2024 17:22 PDT)

Jonathan V. Holtzman,  
District Counsel

APPROVED AS TO CONTENT:

Dave Winnacker, Fire Chief

Dave Winnacker, Fire Chief (Mar 25, 2024 12:01 PDT)

Dave Winnacker  
Fire Chief

# VOTING REQUIREMENTS FOR THE BOARD OF DIRECTORS

Attachment A to the Moraga Orinda Fire District Rules of Procedure for the Board of Directors

## I. Majority votes of the Membership of the Board

Unless the Board of Directors is taking an action specified below or as otherwise required by statute, a majority vote of the membership of the Board of Directors, or three votes, is required to take action. (Health & Safety Code § 13856.)

## II. Adoption of Ordinances

### A. Regular Ordinance

Adoption of a regular ordinance requires a majority of members of the Board of Directors – three members. (Health & Safety Code § 13856(b).)

### B. Urgency Ordinance

Adoption of an urgency ordinance requires a four-fifths vote of the Board of Directors – four members. (Health & Safety Code § 13861(h); Govt. Code § 25123(d).)

An urgency ordinance is an ordinance passed for the immediate preservation of the public peace, health or safety. (Govt. Code § 25123(d).) An urgency ordinance may be passed immediately upon introduction at either a regular or special meeting. (Govt. Code § 25131.)

## III. Financial Decisions Requiring More than a Majority Vote.

### A. Reallocation of Certain Types of Appropriations.

Changes to certain types of appropriations after the approval of a final budget, requires four votes of the Board of Directors. Four votes are required if the Board seeks to make available for appropriation any of the following:

- (a) Balances in appropriations for contingencies, including accretions from cancellations of appropriations.
- (b) Designations and reserves no longer required for the purpose for which intended, excluding the general reserve, balance sheet reserves, and reserve for encumbrances.
- (c) Amounts which are either in excess of anticipated amounts or not specifically set forth in the budget derived from any or anticipated increases in available financing. (Health & Safety Code § 13900.)

### B. Appropriating Funding in an Emergency.

If an emergency affects the ability of the District to provide adequate services, the Board of Directors may make available for expenditure money that was not specifically set forth as revenue in the final budget. Such an action requires four votes. (Health & Safety Code § 13901.)

### C. Discontinuing Capital Outlay Reserves.

The Board may establish a reserve for capital outlays for a specific declared purpose. If so, the Board may transfer to that capital outlays reserve any unencumbered surplus funds remaining at the end of the fiscal year. The capital outlay reserve may only be used for the

purpose declared by the Board. If the Board finds that the final budget reserve is no longer required, it may discontinue the reserve or transfer any balance to the district's general fund. The decision to discontinue the reserve or transfer the balance must be made by a unanimous vote of the Board. (Health & Safety Code § 13902.)

#### **IV. Incurring Debt.**

##### **A. Borrowing Funds to Acquire Property.**

The District may borrow money to purchase real property. (Health & Safety Code § 13906.) The Board must approve the action to incur the debt by a resolution adopted by four votes. (*Ibid.*)

##### **B. General Obligation Bond Indebtedness Under the Fire Protection District Law.**

The Board may issue general obligation bonds for the acquisition or construction of any real property, other capital expenses, or funding any outstanding indebtedness. The Board must adopt a resolution calling an election to incur indebtedness and to issue general obligation bonds. (Health & Safety Code §§ 13925 *et. seq.*) If two-thirds of the voters approve incurring the debt and issuing the bonds, the Board may then adopt resolutions to issue the bond. (Health & Safety Code § 13928.) Because the statutes authorizing the Board to adopt resolutions calling for an election and then issuing the bonds do not expressly require a supermajority, the Board may adopt those resolutions by a majority of the total membership of the Board, or three members. (Health & Safety Code § 13856.)

##### **C. Temporary Borrowing.**

Health & Safety Code section 13897 allows a district to borrow money and incur indebtedness as otherwise authorized in Articles 7, 7.4, 7.5, 7.6, and 7.7 of the Government Code.

The District may temporarily borrow funds to be repaid within the same year as the funds are borrowed. The District must adopt a resolution approved by a four-fifths vote of the Board to do so. (Govt. Code §§ 53824, 53825.)

The District may borrow funds secured by a note for any purpose the District is authorized to use funds, including but not limited to current expenses, capital expenditures, investment and reinvestment, and the discharge of any obligation or indebtedness. (Govt. Code § 53852.) The notes must be repaid within 15 days of issuance. (Govt. Code § 53854.) There is no voting requirement specified within Article 7.6.

##### **D. Securitized Limited Obligation Notes.**

The District may borrow money secured by a limited obligation note. The District may use the money solely for the acquisition of land, facilities, or equipment. (Govt. § 53837.) The District must adopt a resolution approved by a four-fifths vote of the Board to do so. (Govt. Code § 53838.)

##### **E. Grant Anticipation Notes.**

The District may temporarily borrow money based on a grant anticipation note, grant, or loan from the federal or state government for which funds have been appropriated and committed to the District. (Govt. Code §§ 53859, 53859.02.) The Board must approve the debt by resolution, but the statute does not require a four-fifths vote. (Govt. Code § 53859.03.)











# Resolution No: 24-02 MOFD Rules of Procedure Final w added amendment

Final Audit Report

2024-03-27

Created:	2024-03-25
By:	Marcia Holbrook, District Clerk (mholbrook@mofd.org)
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## "Resolution No: 24-02 MOFD Rules of Procedure Final w added amendment" History


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-  Document emailed to Marcia Holbrook, District Clerk (mholbrook@mofd.org) for signature  
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 Document e-signed by Jonathan V. Holtzman, District Counsel (jholtzman@publiclawgroup.com)

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