

RESOLUTION NO. 24-05

RESOLUTION OF THE BOARD OF DIRECTORS OF IRONHOUSE SANITARY DISTRICT SETTING FORTH THE RESPONSIBILITIES AND AUTHORITY OF THE DISTRICT GENERAL MANAGER

WHEREAS, the Ironhouse Sanitary District (“District”) General Manager is responsible for administration of the chosen policies of the District Board of Directors; and

WHEREAS, there are several sources providing for the General Manager’s duties and responsibilities, including, but not limited to, the District Bylaws, the District Purchasing and Procurement Policy, and the General Manager’s employment contract; and

WHEREAS, outlining the Board of Directors’ expectations of the General Manager, as well as the General Manager’s duties and authority, serves to provide one clear source for such authority, by reference to other documents for additional detail; and

WHEREAS, the District Board of Directors desires to clearly identify the authority of the General Manager.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Ironhouse Sanitary District as follows:

1. The above recitals are true and correct and are a substantive part of this Resolution.
2. The District Board of Directors hereby declares that this Resolution applies to all General Managers of the Ironhouse Sanitary District. The General Manager shall devote their full time, ability, attention, energy, knowledge, and skill to performing the duties of the General Manager of the District.
3. General Manager Contract: The Board will negotiate and enter into a contract with the General Manager which specifies the terms and conditions of employment. The Board retains the authority to employ, set the compensation levels, and direct the activities of the General Manager.
4. Delegation of Authority to the General Manager: The District Board delegates the administrative and executive functions of the District to the General Manager, including the function of specifying required actions and designing the detailed arrangements under which the District will be operated. The General Manager is the primary contact and staff member responsible for administration of the Board of Directors’ chosen policy. All power, authority and duties of the General Manager shall be subject at all times to the authority, direction and policies of the Board, and may be modified by the Board in its discretion at any time, with or without cause and with or without notice. When action must be taken within the District where the board has provided no guidelines for administrative action, the General Manager shall have the power to act, but the decision(s) shall be subject to review by the board at its next regular meeting.

5. Management Decisions: The General Manager shall have full power and authority to manage and conduct the business of District in conformity with the District Bylaws and Board-established District policies.

6. Employment and Personnel Management: The General Manager is hereby delegated the following authority regarding employment and personnel decisions of the District, subject the Board's right to amend, modify, or revoke that authority:

- a. Managing all District employees, either directly or through such subordinates as the General Manager may appoint;
- b. Hiring and terminating District employees (except District legal counsel, if counsel is an employee);
- c. Reporting to the Board employee appointments, demotions, transfers, and dismissals;
- d. Overseeing personnel matters, including discipline;
- e. Directing the activities of District employees;
- f. Ensuring that employees receive relevant and statutorily mandated training;
- g. Making non-substantive amendments to job classifications and specifications; and
- h. Appointing an Acting General Manager and apprising the Board of the same if absent from District business for two or more days.

7. Board-General Manager Relations: The General Manager receives direction from the Board of Directors only when sitting in a duly held meeting of the Board. The General Manager's responsibilities in communicating with the Board of Directors include, among the others specifically articulated in this Resolution, the District Bylaws, or the General Manager's specific employment contract:

- a. Preparing the agenda for each regular and special meeting of the Board of Directors in consultation with the Board President;
- b. Attending all Board meetings (unless excused) and participating in deliberations of the Board as required or as the Board may request;
- c. Ensuring that Directors have relevant information available to them prior to Board meetings;
- d. At least five days prior to regular Board meetings, reviewing the proposed agenda and any finalized staff reports with the Board President;
- e. Maintaining relationships with Contra Costa County, its LAFCO, the City of Oakley, and other neighboring public agencies; representing the District at California Association of Sanitation Agencies conferences to the extent approved in advance by the President; and with the prior approval of the President, representing the District at other conferences;
- f. Holding office hours, pursuant to District Bylaws Section 7.4;
- g. Create and administer appropriate orientation and training of new Directors, as indicated in Section 3.2 of the District Bylaws;
- h. Bringing to the attention of the Board matters requiring or deserving its consideration;
- i. Informing the Board promptly of any actions taken where the Board had previously provided no guidelines for administrative action, and the possible need for a policy or rule to address such situations in the future, consistent with District Bylaws Section 7.5;

- j. In cooperation with District Counsel, reporting to the Board situations of legal risk which come to the General Manager's attention;
- k. Keeping the Board apprised on the progress of matters and programs in the District, including written monthly reports from the General Manager and the District's department heads;
- l. Executing Board decisions, and reporting back to the Board on progress;
- m. Managing and ensuring that Directors receive training in ethics, open government, and the District's Communication and Social Media Policy, including organizing and conducting the Board Orientation for newly elected Directors pursuant to Section 3.1 of the District Bylaws;
- n. Managing communications and requests between the Board and District Staff;
- o. Managing communications and requests for legal advice from the District Counsel; and
- p. Performing any other duties as may be assigned or delegated to the General Manager of the Board.

8. Purchasing and Procurement Authority: The General Manager is granted the authority and the responsibility for procurement of all materials, equipment, supplies, and services necessary to support the day-to-day operation of the District. Within this authority, the General Manager may delegate certain individuals the responsibility for the performance of specific procurement activities. The General Manager is further authorized to carry out any additional duties pursuant to the District's Purchasing and Procurement Policy, which may be amended from time to time. To the extent the District's Purchasing and Procurement Policy contains different requirements from those outlined below, the more recently enacted provisions shall control. Specifically, the General Manager, or their designee, may:

- a. Authorize purchase requests for goods or services, up to \$74,999.99, consistent with the District's Purchasing and Procurement Policy;
- b. Authorize purchases approved by the Board in the annual budget;
- c. Authorize computer hardware and software maintenance agreements for existing systems and applications, regardless of dollar amount;
- d. Grant exceptions to the competitive process, as provided in the District's Purchasing and Procurement Policy;
- e. Enter into contractual obligations on behalf of the District for the acquisition of supplies, materials, equipment, and services necessary to support District functions in accordance with the District Purchasing and Procurement Policy;
- f. Obtain full and open competition in accordance with prescribed policies and procedures in a manner that presents the best overall value to the District;
- g. Provide for the fair and equitable treatment of vendors, suppliers, and contractors;
- h. Supervise the receipt and inspection of all materials, supplies, equipment and services purchased to ensure conformance with specifications;
- i. Recommend the disposition of surplus or unused supplies, materials, equipment, and scrap through sale or other means; and
- j. Maintain a bidder's list, vendor catalogues, and necessary records for the efficient operation of the purchasing and contracting functions of the District.

9. The Board of Directors of the Ironhouse Sanitary District find that it can be seen with certainty that there is no possibility that the actions being taken by this Resolution will have

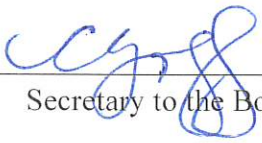
a significant effect on the environment, and this Resolution is therefore exempt from CEQA pursuant to § 15061(b)(3) of the State CEQA Guidelines.

I hereby certify that the foregoing is a full, true, and correct copy of a resolution duly passed and adopted by the Sanitary Board of the Ironhouse Sanitary District at a meeting thereof held on the 2nd day of July, 2024.

AYES, and in favor thereof, Members: C. Lauritzen, S. Morgan, D. Morrow,
P. Zirkle and A. Lowrey.

NOES, Members: None.

ABSENT, Members: None.



Secretary to the Board
(SEAL)

APPROVED: 

President of the Board