



CAMERON PARK AIRPORT DISTRICT
BOARD OF DIRECTORS POLICY

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1.2.1 MEETING PROCEDURE

1. Meeting Chair

The meeting Chair is the CPAD Board President or their designee in the event the President cannot attend the Board meeting.

2. The order of business for a regular meeting shall be:

- 1) Call to order and Roll Call.
- 2) Pledge of Allegiance.
- 3) Adoption of Agenda.
- 4) Adoption of Minutes

Minutes from the prior Board meeting and/or the Special Board Meeting prior to this regular meeting.

5) Committee Reports

a) Finance Report

Presented by the Board Treasurer or their designee

b) Airport Manager Report

Presented by the Airport Manager or their designee

c) Status and Update on Active Procurements and Contracts

Presented by the Airport Manager and/or the Project Manager designated by the Board for the particular project being reported.

6) Public Forum/Public comment.

This time will be set aside for the public to speak on any topic that is covered by the CPAD jurisdiction or would be applicable to the well-being of the District. Each public member will raise a hand and be recognized by the chair. When recognized, the audience member may speak for at most 5 minutes. The Board cannot discuss or make a decision regarding the issue. However, general questions are permitted. No Board member is required to respond in any way to any question or accusation. However, if a Board member chooses to respond, the response must be conducted within the 5-minute time limit.

- 7) Old Business
- 8) New Business
- 9) Adjournment

3. Conduct of the Board Meeting

Each item on the agenda will be considered in order. A motion and a second may precede or follow debate of the agenda item as deemed appropriate at the time. The chair will interrupt the debate to allow public input. Any public input will be conducted as in section (6) above, except that discussion is restricted to the agenda item and the time limit is 3 minutes instead of 5 minutes. When everyone in the audience has had a chance to speak, the chair will bring the discussion back to the Board for the



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remainder of the debate and vote, if any.

Public comment is allowed on all items on the agenda.

No action may be taken on any business which is not on the published agenda except for special circumstances described in the Brown Act.

4. Conduct of a Special Board Meeting

A Special Board Meeting is conducted in the same manner as a regular Board Meeting with the exception that agenda items 4), 5) and 7) are not required to be addressed, unless the subject(s) of the special meeting requires one of more of those agenda items to be address.

5. Regular and Special Board Meeting Venues

Regular and Special Board Meetings shall be conducted in an in-person meeting room venue or by video conference or in an in-person meeting room with a video conference and/or audio only option. The meeting notice/announcement shall state the venue of the meeting. If in-person meeting room venue, the notice/announcement shall include the date

Regardless of the venue for the Board Meetings, the provisions in section 1.0 apply.

6. Board Meeting Notices/Announcements Timing

Board Meeting notice/announcement shall be sent to District residents and operators, via email, not later than 72 hours before the meeting. Meeting notices shall also be posted on cameronparkairport.com website under the meetings tab.

Within 3-hours of the email being sent, Paper notices shall be posted in the three locations in the District (outside the Fuel Shed, outside the Airport Office and at the entrance to the Airpark residential area at Oxford). Notices, agendas and other attachments will be distributed in electronic format only, hard copies will be available at the airport office for pick up on request.

7. Board Meeting Notices/Announcements Content

The Board Meeting notice/announcement shall include at a minimum:

- Date and time of the meeting
- If in-person meeting room venue, the address
- If video conference, the log in procedure and link as applicable
- If audio only option, the call-in phone number
- Meeting Agenda
- Reference to location in the Airport Website where any additional information for the meeting can be found.

8. Types of Meetings



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1. Public Hearings

Public hearings are held when required by law or when the board, commission, or committee determines that such a hearing would be desirable. When a hearing is required by law, the procedure for that hearing may also be specified by that law.

2. Study Sessions and Workshops

Study Sessions are designed to elicit community input and participation in an informal manner, allowing maximum interaction between citizens and board members, commissioners or committee members to work on issues in an in-depth manner. Study sessions and workshops do not culminate in action at that meeting. Actions or recommendations should be taken at either the next regular Board meeting or at another publicly announced date and time. In both cases, the board, commission, or committee, when establishing the time and place for the study session or workshop, should determine the period of time available and establish the portion of time to be devoted to comments or presentations by the public. Public access and communication access requirements must be met for all public hearings, study sessions, and workshops.

1.2.2 BOARD MEMBER DUTIES

1. A Board member must make sure to meet the needs of the people he/she represents. Every decision they make should be, "How will this decision help us serve the people better?"
2. The Board should act and make decisions consistent with the District Mission and Vision Statement in effect and approved by the Board.
3. Board members, acting as a group, set policies and goals for the District.
4. Board member(s) shall not take Board actions without the approval of the full Board as this could seriously damage this District.
5. Board members as trustees must assure this District has adequate finances and money is responsibly spent.
6. Board members, acting as a team, should make a written plan that outlines the future of this District— 5, 10, 20 years
7. Board members shall attend Board meetings and actively participate, including service on committees.

1.2.3 FILLING VACANCIES

1. When a vacancy is created on the Board of Directors such vacancy shall be filled by appointment of the Board as set forth herein. If the next District general election is less than 130 days after the effective date of the vacancy, the person so appointed shall hold office for the balance of the term of the person who had vacated said office. Otherwise, if the vacancy occurs during the first half of the term, the person so appointed will serve the remainder of the first half of the term. The second half will be filled



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by District general election.

2. Notice of the vacancy shall be posted in at least three conspicuous places within the District and distributed by normal means to all residents at least 30 days prior to the appointment. The Board shall make the appointment within 60 days after the creation of the vacancy at a regularly or specially noticed public meeting.

3. Applicants are required to have a written application delivered to the Airport Manager no later than close of business 14 days prior to the Board meeting date. The application shall contain the following information: name, educational background, business or work experience, previous elected or appointed office or public service or volunteer history and a statement as to why the applicant desires appointment and what the applicant feels that he/she can contribute to the Board's administration of the District. No applications will be accepted after the deadline date nor will applications be accepted from the floor at the meeting.

1.2.3.1 ELECTION PROCEDURE

1. The Board President, Vice president, Treasurer and Secretary are elected or reelected to office in the first general meeting of every calendar year. In the event of a vacancy, the vacancy will be filled at the first possible general meeting.

2. The election is always the first item of business on the agenda before New Business. If neither the previous Board President or Vice President is present, as might happen in a newly elected Board, one Board member is informally chosen at the beginning of the meeting to chair the meeting. The newly elected officers assume their roles immediately.

3. Election of an officer requires a majority vote of the Board just like a normal motion. Nominations or volunteers may be accepted by the chair in an informal fashion, but a specific motion must be made and voted upon to finalize the decision of the Board for each position. No one Board member may hold more than one position.

1.2.3.2 MATERIALS PASSED TO NEW BOARD MEMBER

1. The Procedure and Policy Manual will be updated and maintained in current status. This manual and its contents remain the property of the District. This manual will be returned to the District upon completion of the term of office for the Board Member. This manual will be issued to newly elected Board Members for their use during their term of office.

2. Any keys to the District office or files issued to Board members will be returned to the Airport Manager upon completing their terms of office.

3. Any other manuals, tools, or other District property remain the property of the District and will be returned by the Board member upon completion of their term of office

4. Any other files that the Board Member develops for himself such as old agenda's, minutes, letters, manager reports, financial reports and so forth shall be reviewed for the historical record



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and copies may be kept by the District. All such documents may be retained by the outgoing Board Member.

1.2.4 BOARD JOB DESCRIPTIONS

1.2.4.1 The President

1. The President Determines if an upcoming Regular Board Meeting or Special Board Meeting is to be held in an in-person meeting room venue, or via video conference, or in an in-person meeting room with a video conference and/or audio only option.
2. Ensures things are organized for meetings, including, but not limited to information available regarding decisions to be made, committees ready to report, etc. The President keeps the Board "on track" during discussions so they can arrive at informed decisions.
3. Calls for a vote when an issue has been discussed enough to make an informed vote.
4. Stops debate and refocuses it when discussion gets off the subject.
5. Decides to table an issue requiring more information.
6. Refers difficult and/or complex issues to an existing or a new committee.
7. Does not take sides on an issue, but gets the problem on the table, discussed and solved so the Board can get on with its mission.
8. Signs contracts, resolutions, letters, etc., whenever such signature is required and has been approved by the Board.
9. Does not discipline fellow Board members but makes sure the Board disciplines itself. For example, if a Board member forgets the chain of command and starts giving orders to staff, the President should bring the issue to the attention of the full Board and let the Board handle it. A staff member is not subservient to any single member of the Board. The President of the Board only has as much power as the full Board wants to give. The Board President helps to reach decisions with the other Board members and does not make the decisions himself/herself.
10. The President, as well as other Board Members, set aside their personal agenda and devote themselves to serving their constituents.
11. The President only has authority while acting with the full Board's approval. Traditionally, the Board grants only minimal decision-making power to the President; calling special meetings of the Board, for example, or suggesting Board members best suited to committee appointments.
12. The President is not a "doer" but a manager of the Board. When it comes to planning, the Board makes the plan with the President's guidance. A President's personal goals could be meetings under two hours, better board/administrator communications, etc. But unless these are approved by the Board, they are personal goals.
13. The President does not speak for the Board to the media or the community unless the Board has given him/her a consensus opinion. Any other comments must be identified as personal opinion.



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14. Assures that the District Mission and Vision Statement, approved by the Board, whether it was by the current or prior Board, is known and understood by the Board. If the District Mission and Vision Statement appears not be consistent with the Board and/or the community interest, the President shall call for a reassessment and reconsideration of the statement by the Board.

1.2.4.2 Vice President

1. Understands the roles and responsibilities of the President as described above. Chairs meetings and performs other duties as needed if the President is not available.

1.2.4.3 Board Treasurer

1. The treasurer is responsible for providing the financial reports at each Board Meeting and general oversight of income and expenditures for the District. They work with the Bookkeeper and Manager to track in detail the various financial transactions and review financial reports. The treasurer monitors the various requirements for the assessment district funds and recommends changes and transfers. The treasurer maintains a relationship with the banking institutions used by the District and coordinates any needed signatures and special transaction that may occur.

1.2.4.4 Board Secretary

1. The Secretary performs a variety of tasks assuring the efficient and orderly recording of all Board Meetings, and prepares the minutes for each Board Meeting as well as performing such other duties as may be asked by the Board. Attends all CPAD Board Meetings and causes an electronic audio recording to be made of each meeting. These audio recording shall be stored in the District Office until the meeting minutes are approved by the Board or 60 days whichever comes first. The Secretary shall prepare an accurate record in the form of minutes of each meeting which describe any board action taken during the meeting.

1.2.5 AGENDA SETTING PROCEDURE

1. The Airport Manager and Board President will be responsible for setting the agenda for all board meetings. The Board Vice President may substitute for the President if the President is unavailable. The Board/Secretary may substitute for either the Airport Manager or Vice President if either is unavailable.
2. The agenda will contain all items that will be addressed during the scheduled meeting in the order defined in the CPAD Board Policy and Procedure document. The time and place of the meeting shall also be included.
3. The draft agenda will be distributed to the Board members at least 72 hours prior to general meetings and 24 hours before special meetings. Each Board member will review and suggest changes to the agenda at the meeting prior to a vote to approve the agenda.



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4. The Airport Manager will finalize the draft. The Airport Manager is responsible for the agenda being input, emailed to the Board, posted on the web as part of the meeting invitation and posted in the three bulletin boards within 72 hours of a regular meeting and 24 hours of a special meeting.
5. Only items within the CPAD Board jurisdiction will be placed on the agenda.
6. Each agenda item must be sponsored by the Airport Manager or a Board Member.
7. Should a member of the public wish the Board to consider an issue, a request for the time can be made to the Airport Manager, an individual Board member, or to the entire Board in open forum.
8. Each agenda item will contain sufficient detail so that the issue to be discussed will be clear to anyone reading the agenda.
9. Pertinent written material associated with any given agenda item should be in the hands of the Airport Manager in a timely manner so the Board members may review this material before the meeting and also so that it can be posted on the web with the meeting agenda.

1.2.6 BOARD COMMITTEES

1.2.6.1. Appointment of Committees. The Board shall appoint with the concurrence of a majority of the Board, Ad Hoc committees as needed at any time throughout the year.

1.2.6.2. Specific Purpose. Ad Hoc committees are created for specific purposes. The performance of all duties and functions by committees is for the purpose of advising and recommending actions to the Board. Reports of Ad Hoc committees shall be addressed to the Board.

1.2.6.3. Definitions

Ad Hoc Committee. An Ad Hoc committee consists of a Chairperson selected during a Regular Board meeting and members to be selected by the chairperson and reported to the Board. The committee shall investigate, discuss and provide recommendation to the Board regarding a Specific Item identified at the formation of the committee. For Ad Hoc committees, the committee will be deemed dissolved after its final report is made to the Board.

Members may be anyone useful to achieving the goals of the committee at the discretion of the committee chairperson. Committees must consist of less than the number of Board members which would constitute a quorum.

1.2.6.4. Appointment of Chairperson. The Board shall designate the committee chairperson, who shall determine, in consultation with the District Manager, the date, time, and place of each committee meeting. The chairperson shall make periodic reports to the Board on the committee's progress.

1.2.6.5. Scope of Responsibility. The committee shall gather information, explore alternatives, examine implications, and offer recommendations to the full Board. The committee may meet with staff and/or District consultants, but shall not interfere with their duties as determined by the Board.

1.2.6.6. Limits on Authority. The committee shall not speak or act on behalf of the Board, shall not conflict with authority delegated to staff by the Board, and shall not attempt to exercise authority over staff. They shall not obligate the board in any way.



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