



Midpeninsula Regional
Open Space District

R-26-21
Meeting 26-06
February 25, 2026

AGENDA ITEM 3

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Formation of an Ad Hoc Committee to update Board Governance Policies

GENERAL MANAGER'S RECOMMENDATION

Approve the formation of an Ad Hoc Committee of three Board members to be appointed by the Board President to update Board Policy 6.07, *Code of Conduct* and potentially also Board Policy 1.06, *Board Officers* pursuant to Board Policy 1.04, *Board Committees*. Consistent with other recent Ad Hoc Committees of the Board, these meetings would be compensable.

SUMMARY AND DISCUSSION

At the Board Workshop held on March 25, 2025, the Board of Directors (Board) held a discussion centered on Board norms and code of conduct. At that time, the Board determined that a follow-up review of existing Board Policy 6.07, *Code of Conduct* would be beneficial to ensure the policy remains current, comprehensive, and aligned with governance best practices.

On February 5, 2026, the Board held a subsequent workshop at which the Board reviewed the policy in greater detail. During that review, the Board identified areas where additional language could be added to address potential gaps and clarify policy language. In addition, the Board also recognized a desire to create a thorough description of the role and responsibilities of the Board President, which may be appropriate to incorporate into Board Policy 1.06, *Board Officers*.

Pending Board approval of the formation, the proposed Ad Hoc Committee would consist of three Board members appointed by the Board President. In addition, the General Manager would solicit the services of an outside consultant with governance expertise to support the charge of the Ad Hoc Committee. Consistent with Board Policy 1.04, *Board Committees*, Ad Hoc Committees may be established for the study of specific matters and provide recommendations to the Board on such matters and will normally sunset within a year.

FISCAL IMPACT

Formation of a new compensable Ad Hoc Committee is not expected to result in a new fiscal impact. Per Board Policy, 6.06 *Meeting Compensation*, Board members can be compensated for up to six (6) meetings per month at one hundred twenty-seven dollars and thirty-four cents (\$127.34) per meeting day. The Fiscal Year 2025-26 budget does not include a specific allocation for the proposed new Ad Hoc Committee. However, the budget may be sufficient

depending on the total number of compensable meetings that are scheduled during the fiscal year.

PRIOR BOARD AND COMMITTEE REVIEW

The Board of Directors discussed Board Policy, 6.07 at the March 25, 2025, and February 5, 2026, Board Workshops.

PUBLIC NOTICE

Public notice was provided as required by the Brown Act.

CEQA COMPLIANCE

This item is not a project subject to the California Environmental Quality Act.

NEXT STEPS

Upon approval by the Board, the Board President will select Committee members in accordance with Board policy. The District Clerk will schedule an Ad Hoc Committee meeting as soon as practicable.

Responsible Department Head:
Ana Ruiz, General Manager

Prepared by/contact person:
Maria Soria, District Clerk/Assistant to the General Manager, General Manager's Office