



Clallam Conservation District

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Board of Supervisors Policies

Mission Statement

Clallam Conservation District promotes protection, sustainability, and enhancement of natural resources by providing information, technical expertise, and financial assistance, when possible, for all natural resource challenges to all people in Clallam County.

Clallam Conservation District (CCD) is an assistance agency authorized by Washington State and assisted by the Washington State Conservation Commission and local state and federal grants. CCD's mission is to promote the conservation and best use of renewable natural resources through the following objectives:

- Promote a conservation ethic and an awareness of natural resources issues through education and outreach.
- Assist Clallam County Residents in the planning and implementation of best management practices.
- Coordinate the resources required to develop and implement effective environmental solutions.
- Provide and support an environment that encourages teamwork, creativity, resourcefulness, and personal growth of personnel and board supervisors.
- Inform and create policy that protects, sustains, and enhances natural resources.

A five-member Board of elected and appointed Supervisors is responsible for overseeing all CCD programs and activities. Associate Supervisors also make up the Board, they are non-voting members that contribute knowledge and help inform decisions of the Board of Supervisors. Associate Supervisors responsibilities and roles are outlined in the *Associate Supervisor Policy*. Henceforth the Board of Supervisors will be referred to as the Board.

Board of Supervisors Purpose

The Board's purpose is to assure that CCD achieves its mission through a Long-Range Plan and related Annual Work Plan as described in RCW 89.08.220 doing so with a commitment to the values and benefits of diversity, equity, inclusion, and accessibility.

The Board leads, represents and holds itself accountable to the stakeholders in the district by ensuring that all Board and organizational action is consistent with Chapter 89.08 RCW and the Board's policies.

Board of Supervisors Values

COMMITMENT: Uphold the CCD values and commit to constant improvement of self and governance.

INTEGRITY: Be honest and transparent. Do what you say you are going to do and uphold the highest standards of ethical behavior.

EXCELLENCE: Come to the meetings prepared. Bring passion and science to help guide the efforts of the CCD and contribute to projects. Have respectable discussions when points of view differ.

ACCOUNTABILITY: Engage in different viewpoints and have respectful conversations and opinions.

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TEAMWORK: Foster a culture of trust through respect, listening to each other and seek to understand each other to be able to have a united front.

REPRESENT THE PEOPLE: Supervisors are here to represent all people of Clallam County and provide expertise and guidance on CCD programs. Keep the District accountable to the best use of their financial resources.

UPSTANDING PUBLIC OFFICIAL CONDUCT: The board of Supervisors is here to represent the CCD during official Conservation District business. Protect the integrity and promote a positive image of the CCD.

Governing Commitments

The Board will govern lawfully with primary emphasis on achieving the District's mission; encourage full exploration of diverse viewpoints; act with integrity as ethical leaders; focus on governance matters rather than administrative issues; observe clear separation of Board and District Manager roles; make all official decisions by formal vote of the Board; and govern with long-term vision.

1. A majority of the Supervisors shall constitute a quorum and a majority of those voting is required for any official action or determination.
2. The Board holds authority as a collective group, not as separate individuals. No officer, individual, or committee of the Board will impede or obstruct the Board in fulfilling its commitments.
3. Healthy debate and dissent in Board discussions contributes to better decisions. Supervisors are encouraged, without fear of reprisal, to offer alternative points of view at the Board of Supervisors meetings, or to decisions previously made or to policies in place. Honest dissent is welcomed in an environment of mutual trust that encourages an open and free exchange of ideas.
4. The Board is responsible for its own performance and commits itself to continuous improvement. The Board will assure that its Supervisors are provided with training and professional support necessary to govern effectively. After attending conferences or events, Supervisors will report back to the Board about what they have learned.
5. To assure continuous improvement, the Board regularly and systematically will monitor all Board policies for relevance and fairness as needed but at a minimum a review will occur every ten years.
6. The Board will carry out an annual self-assessment with honest, and timely participation by all Supervisors. The assessment will include an evaluation of the Board as a whole, based on the following questions:
 - a. How well has the Board followed Board policies during the year?
 - b. How effective has the Board been in assuring measured impact through CCD's mission?
 - c. How effective has the Board been in being in relationship with the community as advocates for CCD's mission?
 - d. How effective has the Board been in assuring that the supervisors and district manager are working to achieve CCD's mission?
7. To ensure that the Board's meetings are conducted with maximum effectiveness and efficiency, Supervisors shall:
 - a. Come to all meetings adequately prepared including meeting deadlines for contribution.
 - b. Understand that the work of the Board will continue according to timelines that were agreed upon.
 - c. Notify Chair or District Manager if unable to attend;
 - d. Communicate openly and respectfully with each other and with Staff; and
 - e. Support the Chair's efforts to facilitate an orderly meeting.
8. The Board, by majority vote, may revise or amend its policies at any time.

Board Vacancies

A vacancy in the office of appointed Supervisors shall be filled by the Washington State Conservation Commission. For more information on appointed Supervisor procedures please visit the Washington State Conservation Commission website at, <https://www.scc.wa.gov/elections-and-appointments>.

A vacancy in the office of elected Supervisors shall be filled by the Board of Supervisors after consultation with the Conservation Commission for the remainder of the unexpired term, subject to the verification of Supervisor qualifications by CCD and notification to the Conservation Commission. Due notice to the affected community shall be required.

1. The application process shall require, at a minimum, that the Board of Supervisors pass a resolution:
 - a. Acknowledging that the office is vacant.
 - b. The dates of the four-week period for applicants to apply; and
 - c. Describe the minimum requirements of applicants per WSCC guidelines.
 - d. Describe the application process.
2. The resolution shall then be advertised to the public at least one week prior to the commencing of the four-week period, and in the same manner as the due notice of an election resolution.
3. The Board will vote on applicants until a majority vote is achieved.

Board Job Description

The Board's job is to govern by establishing expectations for organizational results, and by monitoring actual performance against those expectations.

The Board will:

1. Advocate for the District and its mission.
2. Ensure that proper policies and procedures are developed and upheld.
3. Hire and support the District Manager and evaluate their performance.
4. Develop and approve the Long-Range Plan and related Annual Work Plans.
5. Adopt and monitor annual budgets.
6. Attend monthly Board meetings and special meetings.
7. Strongly encourage attendance at yearly regional and state conservation meetings (such as WACD meetings).
8. Evaluate Board performance.
9. Participate in audits.
10. Evaluate and approve Board contracts/addendums and any other district business that requires board approval.
11. Contract with legal counsel when necessary to support the Board in its work including securing independent legal counsel if needed.
12. Review and approve financial reports and activities.
13. Periodically review and update as appropriate the CCD District Supervisor position description.
14. Fulfill other duties and obligations as specified in RCW 89.08.210 and 89.08.220.

Board Responsibilities on Working Documents

Purpose

1. To ensure that all board members have time to review all working documents, and edits submitted for consideration at the next meeting.
2. To ensure that the District Manager has ample time to prepare documents and present to full board by Tuesday prior to the board meeting.
3. To maintain an efficient mechanism for updating complex documents i.e., Annual plan, Long Range Plan and Policies.

Working Document Procedures

1. If a board member wishes to have edits added to working draft documents for the next scheduled meeting, they must be submitted to the District Manager within 7 days following the current monthly meeting.
2. All substantive changes, beyond wordsmithing, must be submitted to the DM as described above to give all board members adequate time to consider all edits prior to the next meeting.
3. District Manager will not accept any changes to the working document after the 7-day deadline.
4. Any substantive changes, not submitted to DM, may be rejected in open meeting due to lack of time for pre meeting consideration by full board.

Officers Roles

All officers shall be elected by the Board each year, at first board meeting after appointed & elected supervisors are seated.

Chair

The Chair provides leadership to the Board, ensures the faithful execution of the Board's processes, exercises interpretive responsibilities with integrity while reflecting the spirit and intent of the Board's policies, and normally serves as the Board's official spokesperson.

The Chair has the following specific authority and duties:

1. Monitor Board actions to assure that they are consistent with the Board's own rules and policies:
 - a. Conduct and monitor Board meeting deliberations to assure that Board discussion and attention are focused on Board issues.
 - b. Assure that Board meeting discussions are productive, efficient and orderly;
 - c. Chair Board meetings using the authority normally vested in the Chair as described in *Robert's Rules of Order*;
 - d. Lead timely Board meetings and periodic self-assessments to ensure continuous process improvement.
 - e. Be available to sign resolutions and checks as needed for District Business.
2. Make all interpretive decisions of Board using reasonable judgment. The Chair is not authorized to:
 - a. Make any interpretive decisions about policies created by the Board relating to operational matters. Interpretation of these policies is the responsibility of the District Manager.
 - b. Exercise any authority as an individual to supervise or direct the District Manager.
3. Facilitate and compile the Board's summative evaluation of the District Manager.
4. Represent the Board as its official spokesperson about issues decided by Board and other matters related to official Board business.

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5. Appoint members of all Board-authorized committees.
6. On behalf of the Board, and in concert with the District Manager, develop proposed Board meeting agendas consistent with the Board's annual calendar.

Vice-Chair

1. Serve as Chair in the absence or inability of the Chair.

Auditor

1. The auditor may be any board member having experience in financial matters.
2. The auditor must be available to sign checks at least two times a month during Conservation District hours of operation.
3. Participate in the State Auditor's Office audit and any other audits in which the District may engage.

Board Committees

The Board may create committees if they are deemed helpful to assist the Board in the performance of its responsibilities.

1. Board committees may not direct, advise, assist, or oversee the staff. Committees customarily will prepare recommendations for Board consideration.
2. Board committees may not speak or act for the Board unless specifically authorized. The Board committees work will not usurp or conflict with the Board's own authority or conflict with authority delegated to the District Manager.
3. Board committees can be formed as needed with Board approval.

Supervisors Code of Conduct

The Board of Supervisors will conduct themselves lawfully, with integrity and high ethical standards, in order to model the behaviors expected of staff and to build stakeholder confidence and credibility.

1. Supervisors will adhere to the State of Washington ethics requirements for municipal officers set forth in RCW 42.23.070.
2. To build trust among Supervisors and to ensure an environment conducive to effective governance, Supervisors will:
 - a. Exercise honesty in all written and interpersonal interaction
 - b. Make every reasonable effort to protect the integrity and promote the positive image of the organization, staff, and one another.
 - c. Maintain confidentiality appropriate to sensitive issues and information that otherwise may tend to compromise the integrity or legal standing of the Board, especially those matters discussed in executive session.
3. Supervisors will not attempt to exercise individual authority over the organization.
 - a. Individual Supervisors will not attempt to assume personal responsibility for resolving operational problems or complaints, unless assigned that responsibility by the Board;

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- b. Individual Supervisors will not personally direct any part of the operational organization, unless assigned that responsibility by the Board;
 - c. Supervisors will respect and comply with decisions of the Board. While the constructive expression of dissent is essential to good governance, such dissent must not extend to actions or behaviors by individual Supervisors that may impede or obstruct the implementation of decisions made by the Board.
 - d. Supervisors will not publicly express individual negative judgments about the District Manager or Staff performance. Such discussions will take place during performance evaluation periods or in executive session.
4. Only the designated spokesperson(s) for the District or Board will provide formal or informal comments to the press or media on behalf of the District or Board. In the circumstance where Supervisors participate in meetings or events, all Supervisors will make it very clear that while they do serve as a CCD Supervisor, they are not speaking on behalf of, or representing the District unless formally designated to do so by the Chair or District Manager. Supervisors may be involved in numerous aspects of renewable natural resources and conservation in roles outside of their service as a Supervisor; it is essential when speaking as a Supervisor to ensure that the policies and formal positions adopted by the full Board and District Manager are represented accurately and are not undermined.
 5. Supervisors will serve the interests of the entire organization and the natural resources of Clallam County.

Supervisors' Conflict of Interest

Supervisors are expected to avoid conflicts of interest involving all matters considered by the Board. A conflict of interest exists when a Supervisor is confronted with an issue in which there is a personal or financial interest or an issue or circumstance that could render the Supervisor unable to devote complete loyalty and singleness of purpose to CCD's interest.

1. To assure that there is no perception of impropriety or unethical behavior, Supervisors will recuse themselves from voting on any decision which directly involves or affects them.
2. If a Supervisor does not recuse himself when it may be improper for them to participate in discussion or decisions, other Board members, including the District Manager, have the right and obligation to request a Supervisor's recusal.
3. A Supervisor shall not also be an employee of CCD, nor receive any compensation for services rendered to the organization. This provision shall not prohibit Supervisors from receiving reimbursement for authorized expenses incurred during the performance of Board duties.
4. A Supervisor is expected to avoid conflicts of interest in the exercise of their fiduciary responsibility. Accordingly, a Supervisor may not:
 - a. Disclose or use confidential information acquired during the performance of official duties as a means to further the Supervisor's own personal financial interests or the interests of a member of the Supervisor's immediate family;
 - b. Accept any gift of value or economic benefit which would tend to improperly influence a reasonable person, or which the Supervisor knows or should know is primarily for the purpose of a reward for official action;
 - c. Engage in a financial transaction that exceeds \$5,000 annually for private business purposes with a person whom the Supervisor directly or indirectly supervises. Financial transactions over \$5,000 will be fully disclosed to the Board.
5. Supervisors may utilize CCD programs, including cost share for themselves or their businesses providing they recuse themselves from all board decisions involving their project.

Clallam Conservation District Code of Ethics

Establishing a clear appearance of fairness is crucial to maintaining a trusting relationship with the citizens of Clallam County. All services and programs will be offered without discrimination to the constituents of Clallam Conservation District.

Clallam Conservation District expects all employees, volunteers, and officials to act with integrity, honesty, and in an ethical manner. These Code of Ethics apply to all individuals employed by the Clallam Conservation District, District Supervisors and Associate Supervisors, and other volunteers of CCD unless otherwise governed by statute.

In summary:

1. All CCD Employees are expected to follow strict standards of conduct, set forth in handbook, which is under development and will be completed by December 31, 2022. District Supervisors, and associate supervisors are included in these standards of conduct and shall operate under the same policies and procedures where applicable to include but not be limited to, guidelines addressing conflict of interest, gifts, computing resources, nepotism, credit card use, drug and alcohol use, and verbal, physical, and any form of harassment.
2. Improper use of a Supervisor's position for personal gain or for political or religious reasons is strictly prohibited. In addition, the use of District property or facilities for reasons other than CCD business is prohibited.
3. District Supervisors and employees who participate in executive sessions are not allowed to disclose information provided in an executive session unless CCD's legal counsel advises such disclosure Per RCW 42.30.110
4. Every effort will be made to discuss District business in open, public meetings absent a compelling reason otherwise.

Process for addressing Supervisor Violations

The Board and each of its Supervisors are committed to faithful compliance with the provisions of the Board's policies and the CCD Code of Ethics. The Board recognizes that its failure to deal with deliberate or continuing violations of its policies risks the loss of confidence in the Board's ability to govern effectively. Therefore, in the event of a Supervisor's extraordinary, willful, and/or continuing violation of policy, the Board ordinarily will address the issue by the following process:

1. First, a conversation in a private setting between the offending Supervisor and the Board Chair or other individual Supervisor designated by the Board Chair.
 - a. If the Chair's compliance is in question, the Vice-chair will be notified.
2. Second, a discussion in a private executive session between the offending Supervisor and the full Board.
 - a. The Board may allow individuals other than the offending Supervisor and the Board to attend all or any portion of the executive session if such attendance will assist the Board and the discussion.
3. Third, possible removal by majority vote of the Board from any leadership or committee positions to which the offending Supervisor has been appointed or elected.
4. Fourth, possible removal from the Board by petitioning the Conservation Commission in accordance with RCW 89.08.200.
5. Depending on the severity of the violation of the policy, the Board may address the issue by commencing at any level of the process that the Board, in its discretion, deems to be appropriate.

Whistleblower Protection

Supervisors should be familiar with the Whistleblower Protection Policy and Procedures found in the *CCD Employee Handbook* per the District approved Whistleblower Protection Policy.

Dissolution

Voters of the District may file a petition to dissolve CCD. Per RCW 89.08.350, the petition must be filed with the Commission. Within sixty days from receipt of the petition, notice of a hearing on the question of the dissolution is issued. A majority of votes for dissolution will result in the District being dissolved. Supervisors must terminate District affairs, dispose of all District property at public auction, pay District debts, and file a verified application with the Secretary of State in accordance with RCW 89.08.370.

Single Point of Connection

The District Manager is the Board's sole point of connection to the operational organization. The Board will direct the operational organization through the District Manager.

Single Unit Control

The Board will direct the District Manager only through official decisions of the full Board.

1. The Board will make decisions by vote in order to avoid any confusion about whether direction has been given. The board meeting minutes will list the names and the vote of each supervisor if the votes were not unanimous.
2. The District Manager is neither obligated nor expected to follow the directions or instructions of individual Supervisors, officers or committees unless the Board has specifically delegated such exercise of authority.
3. Should the District Manager receive a request from an individual Supervisor or a committee requests that takes a significant amount of stafftime, the District Manager is expected to ask that the committee or the Supervisor refer such requests to the full Board for authorization.

Board Expectations of the District Manager

In addition to assuring the implementation of CCD's Annual Work Plans, the Board has the following expectations of the District Manager.

1. The District Manager shall assure that the District meets all its contractual obligations.
2. The District Manager shall assure that the District meets all applicable audit standards.
3. The District Manager shall ensure that key staff are cross trained on core functions to help ensure continuity of district business in the event of unexpected staff turnover.
4. The District Manager shall maintain an organizational culture that treats its constituents with high professional standards and respect, dignity, and courtesy.
5. The District Manager shall follow district's complaint policy for the effective handling of complaints.
6. The District Manager shall assure the recruitment, employment, development, evaluation and compensation of employees in a manner necessary to enable the district to accomplish its work.
7. The District Manager will develop a budget that:
 - a. Is in a summary format understandable to the Board

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- b. Credibly describes revenues and expenditures.
 - c. Shows the amount spent in each budget category for the most recently completed fiscal year, the amount budgeted for each category for the current fiscal year and the amount budgeted for the next fiscal year;
 - d. Discloses budget-planning assumptions on future growth, and staffing needs, operational expenses, and revenues.
 - e. Reflects anticipated changes in employee compensation, including inflationary adjustments, performance increases and benefits.
 - f. The District Manager may not develop a budget that plans for the expenditure in any fiscal year of more funds than are conservatively projected to be available during the year.
 - g. The District Manager will keep complete and accurate financial records.
8. The District Manager will assure that all purchases are based on comparative prices of items of similar value, including consideration of both cost and long-term quality, and otherwise comply with applicable competitive bidding laws and/or District procurement policies.
 9. The District Manager will inform the Board of changes substantially affecting the district's financial condition.

Annual Performance Review of the District Manager

1. Prior to the beginning of each fiscal year, the District Manager and Board agree on annual performance plan for the District Manager that includes:
 - a. Key organizational goals as articulated in the Board-approved Annual Work Plan; and
 - b. Other personal performance goals that the District Manager and Board agree will help advance the mission of the District.
2. The annual performance plan is documented for future reference. Details may be modified during the year by mutual agreement between the District Manager and Board, as changing circumstances warrant.
3. The District Manager initiates the performance review process by completing a self-assessment based on their performance plan for that year, and then sharing that self-assessment with the Board or HR committee. Review of District Manager happens on an annual basis from the date of hire.
4. Each Supervisor reviews the District Manager's self-assessment and then completes an assessment of the District Manager's performance for that year.
5. The Chair compiles Supervisor responses into a single document.
6. The Chair receives anonymous evaluations from the staff about the District Manager's performance.
7. The Board meets in executive session, without the District Manager, to review, discuss, and revise their collective evaluation.
8. The Chair meets with the District Manager to discuss both the District Manager's self-evaluation and the Board evaluation. Outcomes recognize excellence in performance and opportunities for improvement. The Chair and the District Manager also agree on any personal performance goals that are to supplement the Board-approved Annual Work Plan for the year ahead. Signatures of the Chair and District Manager on the Board evaluation report document that the performance review process has been completed.
9. The Clallam Conservation District Board values feedback from the community and will take into consideration any input in regards to the District Manager. Confidential feedback may be submitted to the board chair at any time.