



MEMORANDUM

EUGENE WATER & ELECTRIC BOARD

Rely on us.

TO: Commissioners Helgeson, Brown, Mital, Simpson and Carlson
FROM: Sue Fahey, Chief Financial Officer; Sarah Creighton, Enterprise Risk Supervisor
DATE: August 30, 2017
SUBJECT: Update to Board Policy GP6, Rules of Conduct
OBJECTIVE: Board Direction

Issue

The Federal Economic Development Administration (EDA) grant to install the downtown fiber optic network requires specific standards of conduct for Board members which currently are not included in EWEB's Board Policy GP6.

Discussion

The Federal Economic Development Administration (EDA) grant has been awarded to a multi-agency partnership, consisting of EWEB, the City of Eugene and Lane Council of Governments, to complete the downtown fiber optic network installation project. One of the grant requirements is a written standard of conduct code for Board members.

In addition to requiring the disclosure of any potential conflicts of interest to EDA in writing, the grant further requires written standards of conduct for Board members in addition to employees. GP6 as presently written does not meet the federal grant requirement. Similar to Oregon Ethics Laws, the intent of the federal standards is to establish safeguards prohibiting an Interested Party from using their position for a purpose that constitutes or presents the appearance of a conflict-of-interest or of personal gain.

Board members and immediate family are included in the Federal definition of "Interested Party." Immediate family includes a person's spouse (or domestic partner or significant other), parents, grandparents, siblings, children and grandchildren.

The attached proposed revision will enable compliance with the standards of conduct requirement of the EDA grant.

Recommendation/Requested Board Action

Management is requesting Board feedback on the proposed revision. The revised policy is scheduled to be approved at the October 3, 2017 Board meeting.

Attachments:

Exhibit A: Redlined existing Board Approved GP6

Exhibit B: Proposed revised Board Approved GP6

Policy Number: GP6
Policy Type: Governance Process
Policy Title: Rules of Conduct
Effective Date: October 6, 2015; Proposed September 5, 2017

The Board of Commissioners adopts as its own the following rules of conduct:

1. Commissioners will treat each other with courtesy, civility and respect despite differences of opinion; Commissioners will treat staff with the same level of respect.
2. In public, Commissioners will talk positively about the organization, fellow Board members, management and employees.
3. Commissioners and the General Manager will keep each other informed about all situations, which may directly affect them, or the organizational status of the utility.
4. Commissioners will be respectful of limited meeting time; Board priorities will take precedence over individual priorities.
5. Commissioners will be active team members, be prepared for the various Board decision issues, and fulfill their responsibilities to participate in decisions.
6. Commissioners will listen, discuss and try to understand one another's views.
7. Once a decision is reached, Commissioners will support the Board decision even though they might hold a minority viewpoint.
8. Commissioners will speak only for themselves unless authorized to speak for the Board.
9. Commissioners may send a written statement to the Board Secretary/Assistant Secretary in advance of a meeting from which they will be absent if they wish to have their opinions, concerns, and perspectives on a Board agenda item included. The Board President will read the provided written statement into the record. This action will not be recorded as a vote for or against any proposal before the Board.
10. Commissioners will attempt to understand their legal obligations and if unclear, will seek the advice of legal counsel.
11. Personal issues between Commissioners will be dealt with individually and privately, and if needed, a third party will be used to help with the issue.
12. Commissioners shall not use or attempt to use their official position or office to obtain financial gain or avoidance of financial detriment as required by state law. In the administration of any Federal Grant awarded to EWEB, Commissioners shall neither use their position, nor permit interested parties or immediate family members as defined by the applicable regulation or law to use their positions, for a purpose that constitutes or

Exhibit A-Redlined Existing GP6

presents the appearance of personal or organizational conflict of interest or of personal gain contrary to applicable federal law.

Source: Board Approved 09/02/2003, Ratified 04/19/2005, Revised 10/06/2015, Resolution No. 1526; Proposed September 5, 2017

Policy Number: GP6
Policy Type: Governance Process
Policy Title: Rules of Conduct
Effective Date: October 6, 2015; Proposed September 5, 2017

The Board of Commissioners adopts as its own the following rules of conduct:

1. Commissioners will treat each other with courtesy, civility and respect despite differences of opinion; Commissioners will treat staff with the same level of respect.
2. In public, Commissioners will talk positively about the organization, fellow Board members, management and employees.
3. Commissioners and the General Manager will keep each other informed about all situations, which may directly affect them, or the organizational status of the utility.
4. Commissioners will be respectful of limited meeting time; Board priorities will take precedence over individual priorities.
5. Commissioners will be active team members, be prepared for the various Board decision issues, and fulfill their responsibilities to participate in decisions.
6. Commissioners will listen, discuss and try to understand one another's views.
7. Once a decision is reached, Commissioners will support the Board decision even though they might hold a minority viewpoint.
8. Commissioners will speak only for themselves unless authorized to speak for the Board.
9. Commissioners may send a written statement to the Board Secretary/Assistant Secretary in advance of a meeting from which they will be absent if they wish to have their opinions, concerns, and perspectives on a Board agenda item included. The Board President will read the provided written statement into the record. This action will not be recorded as a vote for or against any proposal before the Board.
10. Commissioners will attempt to understand their legal obligations and if unclear, will seek the advice of legal counsel.
11. Personal issues between Commissioners will be dealt with individually and privately, and if needed, a third party will be used to help with the issue.
12. Commissioners shall not use or attempt to use their official position or office to obtain financial gain or avoidance of financial detriment as required by state law. In the administration of any Federal Grant awarded to EWEB, Commissioners shall neither use their position, nor permit interested parties or immediate family members as defined by the applicable regulation or law to use their positions, for a purpose that constitutes or

Exhibit B-Proposed Revised GP6

presents the appearance of personal or organizational conflict of interest or of personal gain contrary to applicable federal law.

Source: Board Approved 09/02/2003, Ratified 04/19/2005, Revised 10/06/2015, Resolution No. 1526; Proposed September 5, 2017