

San Gorgonio Pass Water Agency

DATE: April 24, 2023

TO: Board of Directors

FROM: Cheryle Stiff, Executive Assistant

SUBJECT: 2023 ACWA Board Officers' Candidates

RECOMMENDATION

Staff has no recommendation.

BACKGROUND

ACWA's Board officers' election is currently underway. An Election Committee has been appointed to facilitate the election of the President and Vice President, including confirming that candidates' eligibility criteria have been met. The 11-member committee includes one representative appointed by the current ACWA President and ten region representatives appointed by each of the region boards. The committee will endorse preferred candidates for President and Vice President, but all qualifying candidates will be listed on the ballot. The committee representatives were appointed on February 28 and will continue to meet as needed throughout the election cycle to facilitate the election of the board officers.

ANALYSIS

Candidates for ACWA President and Vice President must be an elected or appointed director of an ACWA member agency. **In order to become a candidate, you must submit the following documents by June 16.**

- An agency resolution that includes your member agency's Board of Directors' authorized signatory.
- A statement of qualifications or resume highlighting your qualifications and active involvement in ACWA task forces, regional boards, committees, or the like. (The statement of qualifications is a means by which members and Election Committee can determine the candidate's overall qualifications for the position. The ACWA involvement is helpful, but not mandatory).
- An abbreviated statement (maximum of 300 words) that will be included with the official ballot.
- A headshot photo is recommended.

ACTION

If a Board member wants to run for ACWA's Board President or Vice-President positions for the 2024-25 term, he must complete the above listed actions. Staff will assist where necessary. If no Board member is interested, no further action need be taken.

ATTACHMENTS

ACWA Call for Candidates Material



ACWA ADVISORY

ACWA ELECTIONS
April 17, 2023

Call for Candidates Opens for President, Vice President, Region Boards

Candidates Must Submit Paperwork by June 16 Deadline

ACWA's Election Committee has issued an official call for candidates for members interested in running to be the association's President or Vice President for the 2024-'25 term; ACWA's region Nominating Committees have issued a similar call for candidates interested in serving on the 10 region boards.

Potential candidates for either election process must submit necessary documents by June 16. Below is a summary of how to become a candidate in both elections. More details about ACWA's elections are available at www.acwa.com/elections.

How to Become a Candidate

President and Vice President Election

Candidates for ACWA President and Vice President must be an elected or appointed director of an ACWA member agency and submit the following documents to donnap@acwa.com.

- An agency resolution that includes your member agency's Board of Directors' authorized signatory (a sample resolution is available online);
- A statement of qualifications or resume highlighting your qualifications and active involvement in ACWA task forces, regional boards, committees, etc;
- An abbreviated statement that will be included with the official ballot (300-word maximum); and
- A headshot photo (recommended but not required).

In addition to the above documents, you may also send resolutions of support. A sample resolution of support is available online.

As a result of bylaw changes approved by the membership in 2022, an 11-member Election Committee has been appointed to facilitate the election of President and Vice President, including confirming that candidates' eligibility criteria have been met, interviewing candidates and endorsing preferred candidates.

Region Board Elections

Candidates for ACWA's 10 region boards must submit the following documents to regionelections@acwa.com.

- A candidate nomination form
- A signed resolution of support from the candidate's agency's Board of Directors
- In addition, candidates may submit a short biography and headshot photo (not required).

Each region has an appointed Nominating Committee whose role is to pursue qualified member candidates within the region to run for Chair, Vice Chair and Board member positions. The Nominating Committee will select a recommended slate for the region election.

How to Vote

President and Vice President Election

Each member agency must designate one voting representative by June 16. This is an important step to ensure the correct person has access to the ballot. To designate your agency's voter, submit an Authorized Voting Representative Form to donnap@acwa.com. The form is available online.

The biggest change to this year's election process is that **voting will no longer take place during conference**. Instead, voting will take place electronically July 17 - Sept. 15 and ballots will include all qualified candidates, in addition to the committee's preferred candidates. All candidates will also be listed on the ACWA website and invited to participate in a town hall style webinar in which members can ask the candidates questions.

Voting members must complete the voting process by Sept. 15. The winners of the election will be announced by the end of September.

Region Board Elections

Member agencies will receive an official electronic ballot for their region on July 17 that identifies the recommended slate of candidates and any additional qualified candidates for consideration.

Voting members must return their ballots by Sept. 15. Only one ballot per agency will be accepted. The winners of the election will be announced by the end of September.

Questions

To learn more about both election processes, including key dates, visit www.acwa.com/elections.

Section:	GO-2 Governance	Approval Date:	7/31/2015
Policy:	GO-2.3 Board Officers	Latest Revision:	2/3/2023

GO-2.3 Board Officers

The President and Vice President are the elected officers of the Association.

2.3.1 President

The President is an elected officer of the Association and presides at all meetings of the Board, the Executive Committee, and the general membership. The President is responsible to the Board of Directors and the general membership for the duties established by the Bylaws.

2.3.1.1 Duties and Authority

Within the limits of Bylaws and the Duties and Authorities established for Board members, and in coordination with the Executive Director, the President:

- Serves on the ACWA Board and presides at all meetings.
- Serves as the chair of the Executive Committee and presides at all meetings.
- Schedules special Board and Executive Committee meetings.
- Presides over all general membership meetings.
- Serves as a non-voting *ex officio* member of each committee, but will not be an *ex officio* member of the Election Committee or the region boards.
- Appoints members of all committees upon recommendation from members and regions as communicated by the region chairs.
- Appoints the chair and vice chair of each committee, each of whom will be subject to ratification by the Board.
- Appoints one representative to serve on the Election Committee in the odd-numbered year.
- Appoints special committees, work groups, and task forces from time to time as needed to accomplish a specific task or assignment, consistent with and supportive of the mission of the Association.
- Participates in the Association's spring and fall conferences.
- Represents and supports the Association's official policies and positions when acting in capacity of President.

- Represents and promotes the Association’s purposes, policies, and goals at a variety of Association functions/events, including visits to member agencies for ceremonies, meetings, and retention efforts in coordination with the Executive Director.
- Represents and promotes the Association’s purposes, policies, and goals at a variety of external functions/events, including speaking engagements, event participation, and news media and other contacts in coordination with the Executive Director.
- Performs other responsibilities assigned by the Board.
- Authorizes expenditures from the Executive Director’s contingency fund in conjunction with the Vice President and Finance Committee Chair.
- Reviews and approves the Executive Director’s monthly expense reports in conjunction with the Finance Committee Chair.

2.3.1.2 Qualification

The President will be an elected or appointed member of the governing body or commission of a member agency of the Association at the time of his/her election.

2.3.1.3 Term of Office

The members of the Association will elect the President by written ballot in each odd-numbered year before the Association’s annual meeting, with the election results formally announced at the annual meeting. The President will take office on January 1 of the calendar year following election and will hold office until December 31 of the following odd numbered year two years later or until his/her successor takes office or is appointed. An elected President is not permitted to succeed himself/herself to that office.

2.3.1.4 Vacancy

Should a vacancy occur in the President’s office, the Vice President will assume the duties of that office and succeed the President for the unexpired term. Should the Vice President not be able to assume this role, the Board will appoint a person to fill the office for the unexpired term thereof.

2.3.1.5 Compensation

The President will serve without compensation by the Association. The Association will reimburse the President for necessary, actual, and reasonable expenses incurred in the performance of his/her duties while on Association business. The Association will reimburse the President for expenses incurred for attending conferences, meetings, seminars, and workshops or other events and which are mutually beneficial to the officer and the Association and have been authorized by either the Board or the Executive Director.

2.3.2 Vice President

The Vice President is an elected officer of the Association and is a voting member of the Board. The Vice President is responsible to the Board of Directors and the general membership for the duties established by Bylaws.

2.3.2.1 Duties and Authority

Within the limits of the Bylaws and the Duties and Authorities established for ACWA Board members, and in coordination with the Executive Director and President, the Vice President:

- Serves as a voting member of the Board.
- Serves as a voting member of the Executive Committee.
- Performs the duties of the President in the President's absence.
- Succeeds the President for an unexpired term if vacancy occurs.
- Serves on the ACWA JPIA Executive Committee.
- Participates in the Association's spring and fall conferences.
- Represents and supports the Association's official policies and positions when acting in capacity of Vice President.
- Represents and promotes the Association's purposes, policies, and goals at a variety of Association functions/events, including visits to member agencies for ceremonies, meetings, and retention efforts in coordination with the Executive Director.
- Represents and promotes the Association's purposes, policies, and goals at a variety of external functions/events, including speaking engagements, event participation, and news media and other contacts in coordination with the Executive Director.
- Authorizes expenditures from the Executive Director's contingency fund in conjunction with the President and Finance Committee Chair.
- Serves as a chair/vice chair or participant on committees or task forces as appointed by the President or Board.
- Performs other responsibilities assigned by the Board and President.

2.3.2.2 Qualification

The Vice President will be an elected or appointed member of the governing body or commission of a member agency of the Association at the time of his/her election.

2.3.2.3 Term of Office

The members of the Association will elect the Vice President by written ballot in each odd-numbered year before the Association's annual meeting, with the election results formally announced at the

annual meeting. The Vice President will take office on January 1 of the calendar year following election and will hold office until December 31 of the following odd numbered year two years later or until his/her successor takes office or is appointed.

2.3.2.4 Vacancy

Should a vacancy occur in the Vice President's office, the Board will appoint a person to fill the office for the unexpired term thereof.

2.3.2.5 Compensation

The Vice President will serve without compensation by the Association. The Association will reimburse the Vice President for necessary, actual, and reasonable expenses incurred in the performance of his/her duties while on Association business. The Association will reimburse the Vice President for expenses incurred for attending conferences, meetings, seminars, and workshops or other events and which are mutually beneficial to the officer and the Association and have been authorized by either the Board or the Executive Director.

2.3.3 Election of Board Officers

In accordance with the Bylaws, the President and Vice President of the Association will be the elected officers of the Association. They will be elected by written ballot by the members of the Association in each odd-numbered year before the Association's annual meeting, with the election results formally announced at the annual meeting.

2.3.3.1 Eligibility Criteria

2.3.3.1.1 Qualification

At the time of their election, the President and Vice President will each be an elected or appointed member of the governing body or commission of a member agency of the Association.

2.3.3.1.2 Resolutions

An official nominating resolution from the Association member agency on whose board the nominee serves will accompany all nominations for the position of President and Vice President. An authorized signatory of the member agency's Board of Directors will sign said resolution.

2.3.3.1.3 Statement of Qualifications

Each nomination will include a statement of qualifications or resume highlighting the candidate's qualifications for the position, such as active involvement in ACWA task forces, region boards, committees, or the like. Candidates must also submit an abbreviated statement that can be included with the official ballot.

2.3.3.2 Call for Candidates Nominations Notice

A written notice requesting nominations of candidates for the election of President and Vice President of the Association will be sent electronically or by first class mail to each member in good standing by the established date in each odd-numbered year. The nominations and accompanying resolution and statement of qualifications to nominate a candidate must be received by mail or electronically by the

Association before the established deadline. Nominations received after the deadline date will be deemed invalid.

2.3.4 Election Committee

There will be an Election Committee consisting of eleven representatives whose purpose will be to present qualified individuals for the offices of President and Vice President of the Association. The Election Committee will screen all candidates to determine if the eligibility criteria have been met. The Election Committee will endorse a preferred candidate for President and Vice President before presenting an open ballot with all qualifying candidates to the members for a vote.

2.3.4.1 Selection

The Election Committee will be selected in the following manner:

1. Each of the 10 currently seated Region Boards in the odd-numbered year will appoint a representative from their respective regions to serve on the Election Committee.
2. One representative appointed by the President in the odd-numbered year will also serve on the Election Committee. Neither the President nor the Vice President qualifies to be appointed to this position.

2.3.4.2 Qualification

In order to serve on the Election Committee, an individual must be an officer, employee, or member of the governing body of a member agency of the Association, or other representative duly designated by a member agency of the Association to represent that member at the time of the appointment. Where an individual ceases to meet these criteria during the election cycle, the individual may not continue to serve. When the disqualified member represented a Region Board, the affected Region Board will select a replacement representative. When the disqualified member represented the President, the President will select an alternate representative.

Election Committee members may not run for the office of President or Vice President during the time they are serving on the committee.

2.3.4.3 Timing

The Region Boards and the President will appoint their representatives to the Election Committee by February 28 of each odd-numbered year.

2.3.4.4 Chair

The Election Committee will meet as needed throughout the election cycle to facilitate the election of the Board Officers. At its first meeting, the Election Committee will elect a chair to preside over the committee's meetings and duties for the duration of the election cycle.

2.3.4.5 Duties

The duties of the Election Committee are to:

1. Meet as needed throughout the election cycle to review materials governing the election of Board Officers and develop materials for the candidate interview process. Election Committee meetings are not open to the general membership.
2. Review the *Call for Candidates Nominations* notice prior to transmittal to the members.
3. Determine if the nominated candidates have met the eligibility criteria.
4. Conduct candidate interviews.
5. Endorse a preferred candidate for President and Vice President before presenting an open ballot with all qualifying candidates to the members for a vote by written ballot.
6. Election Committee Chair or his/her designee oversees ballot count.
7. Confirm that if a write-in candidate prevails in any election for President or Vice President that such individual will not be officially elected to such position until the Election Committee determines the individual meets the eligibility criteria.

2.3.5 Election by Written Ballot

ACWA's President and Vice President will be elected by written ballot in each odd-numbered year. The Election Committee will present an open ballot with all qualifying candidates to the members for a vote on a schedule that will allow sufficient time for a run-off ballot and the election of the officers prior to fall conference.

The Association will use a direct or web-based online voting system to facilitate the written ballot process. Members can opt to cast a paper ballot by first class mail instead by selecting that option at the beginning of the election cycle in each odd-numbered year.

2.3.5.1 Voting

Each member of the Association in good standing at the time a vote is cast is entitled to one vote for the election of the President and Vice President that will be cast by its authorized representative by written ballot. At the beginning of each election cycle, members must designate their authorized representative by the established deadline. Members who want to cast a paper ballot by first class mail instead of voting electronically, will also need to indicate that choice at the same time.

2.3.5.1.1 Default Designations

If a member does not designate an authorized representative or opt out of electronic voting by the established deadline, ACWA will identify the member agency's general manager as the authorized representative and will transmit an electronic ballot directly or via third-party to the agency's general manager.

2.3.5.2 Ballot

All solicitations of votes by written ballot, whether by means of electronic communication or first class mail, will: (1) include the names of all qualifying candidates; (2) state the number of ballots needed to meet the quorum requirement (50 returned ballots); (3) specify the time by which the written ballot must be received by the Association in order to be counted or cast electronically; and (4) allow any authorized representative acting on behalf of the member to write in the name of an eligible qualified candidate. Each written ballot schedule will provide a reasonable time in which to return the ballots to the Association either electronically or by first class mail.

2.3.5.3 Return of Ballots

First class mail written ballots must be postmarked or cast by electronic communication by close of business (5:00 p.m.) on the designated election date. First class mail ballots should be sent to the Association's principal business office location and electronic ballots cast using the Association's designated electronic format. All written ballots received by first class mail within five days of the postmark deadline or electronically cast by the designated election deadline will be counted. Written ballots received either by first class mail or electronic communication from voting members after the specified date will be invalid and will not be counted.

2.3.5.4 Write-In Candidates

If a write-in candidate prevails in any election for President or Vice President, such individual will not be officially elected to such position until the Election Committee confirms that the individual meets the eligibility criteria and qualifications requirements.

2.3.5.5 Ballot Counting

All written ballots received by mail will remain sealed until opened in the presence of the Election Committee Chair or his/her designee. All electronic ballots will be tabulated and kept confidential under the oversight of the Election Committee Chair or his/her designee. Following the designated election deadline, the first class written ballot and electronic ballot results will be totaled in the presence of the Election Committee Chair or his/her designee.

Candidates or a designated observer may be present during the ballot counting process based on the established schedule.

Election of a nominee to the position of President or Vice President will be valid only when: (1) the number of votes cast by written ballot, transmitted either electronically or by first class mail, within the time specified, equals or exceeds the required quorum of 50; and (2) the number of written ballots approving the election of a nominee receives a majority of the ballots cast. If both the President and Vice President receive a majority vote, the results will be formally announced at fall conference.

2.3.5.6 Run-off Election

In the event a nominee does not receive a majority of the votes for President or Vice President in the first ballot round, a run-off election will be held for the office or offices for which a majority of the votes have not been received. The run-off election will only involve the nominees who received the two

highest amounts of votes. The run-off election shall be conducted in the same manner as the initial election.

In the event the run-off election results in a tie vote, the successful candidate will be chosen by drawing straws. The Election Committee Chair will oversee this process.

2.3.6 Campaigning

The following policies are provided to establish the framework for how election campaigns will be conducted.

1. Staff will create an Election section on ACWA's website to feature informational materials related to the election process. The site will also include the candidate's photo and statement of qualifications.
2. Candidates will not post election materials to the ACWA Newsroom page.
3. ACWA will host an Election Townhall webinar for members at the onset of the written ballot process. All interested candidates will be introduced and members can ask questions. A recording of the webinar will be posted to the ACWA website for members to access.
4. Candidates will be provided with members' mailing and email data provided they agree to use the information exclusively for the election campaign
5. Region Boards and committees are free, but not required, to handle campaigning requests from candidates as they see fit if all candidates are treated equally.

2.3.7 Election Arbiter

ACWA's General Counsel will serve as the arbiter of rules related to the Board Officers' election process.

2.3.8 Additional Procedures for Election of Officers

The Board will have the authority to adopt policies for elections ("Election Policy") of President and Vice President setting forth the details for the election of such positions when not otherwise contrary to or covered by the Bylaws.

References:

California Corporations Code; Bylaws, Articles 3, 8, and 9.

See Administrative Procedure: *To be determined.*

Revision History:

Revision Date	Description of Changes	Requested By
7/31/2015	Initial Release	ACWA Staff and Governance Workgroup
2/3/2023	Revised Policy GO-2.3 Board Officers to incorporate revisions resulting from amendments to ACWA's Bylaws and Election Task Force recommendations, primarily related to the election of ACWA's Board Officers.	Election Task Force on 9/23/2023 Amended & Restated Bylaws as approved by the members on 11/30/22