

Regional Water Authority

Brown Act Concerns and Principles for Legislative and Other Coordination Meetings

The Brown Act generally does not allow a quorum of an agency's governing board to discuss the agency's business outside of a noticed public meeting. This fundamental rule presents complications for coordination meetings of RWA members, given that: (1) RWA effectively has two governing boards for Brown Act purposes; and (2) RWA's Board of Directors consists two representatives from each member or contracting entity and either representative can cast his or her member's or contracting entity's vote in the absence of the other. Accordingly, the key principles to keep in mind in organizing and attending coordination meetings among RWA's members and contracting entities are as follows:

- No more than four members of RWA's nine-member Executive Committee should be present at a meeting concerning a subject within RWA's jurisdiction because five members of that committee constitute a quorum.
- Members of RWA's Board of Directors representing no more than 10 of RWA's members and contracting entities should be present at a meeting concerning a subject within RWA's jurisdiction because representatives of 11 members and contracting entities are a quorum of the Board of Directors.
- Subjects within RWA's jurisdiction generally include subjects on which RWA's Executive Committee or Board of Directors may make a decision, but arguably do not include subjects on which agencies would be take individual actions without RWA making a decision. For example, a meeting to discuss RWA's federal or state legislative efforts would be within RWA's jurisdiction at this time, but a meeting to discuss individual agencies' decisions about buying software might not be.

Practical methods of dealing with the above concerns could include the following:

- RWA members and contracting entities could fill their "staff" seats on RWA's Board of Directors with employees who are unlikely to attend coordination meetings.
- RWA members and contracting entities could: (1) ensure that their "staff" representative on the Board of Directors does not attend any of RWA's coordination meetings; and (2) instead could send a different employee.
- RWA members and contracting entities with representatives on the Executive Committee could ensure that those representatives do not attend RWA's coordination meetings.
- Where an RWA coordination meeting involves a matter that is unlikely to be presented to the Board of Directors or Executive Committee for a decision by RWA as a whole, RWA staff could document that fact in an organizing memorandum to attendees of the coordination meeting ahead of the meeting so that all attendees have a common understanding on that point.