

RESOLUTION NO. 2016-09 (FC)

RESOLUTION OF THE BOARD OF DIRECTORS OF THE NAPA COUNTY FLOOD CONTROL AND WATER CONSERVATION DISTRICT AMENDING THE DISTRICT CONFLICT OF INTEREST CODE

WHEREAS, on June 24, 1980, the Napa County Board of Supervisors, acting as the governing board of the Napa County Flood Control and Water Conservation District ("District"), approved Resolution No. 80-55 to adopt a Conflict of Interest Code for the District as required by the Political Reform Act of 1974 (Government Code sections 81000 et seq., hereinafter referred to as "Act"); and

WHEREAS, by District Resolution No. 98-4 (FC) adopted on April 4, 1998 by the expanded District Board of Directors, the District Conflict of Interest Code ("Code") was amended to update the Code to reflect changes in the applicable regulations and to expand the list of Designated Employees to conform to changes in the governing statute for the District; and

WHEREAS, by District Resolution No. 99-7 (FC) adopted on June 15, 1999, and by District Resolution No. 02-09 (FC) adopted on December 3, 2002, and by District Resolution No. 04-07 (FC) adopted on December 7, 2004, and by District Resolution No. 06-07 (FC) adopted on November 7, 2006, and by District Resolution No. 08-12 (FC) adopted on November 18, 2008, and by District Resolution No. 2010-07 (FC) adopted on November 9, 2010, and by District Resolution No. 2012-08 (FC) adopted on November 13, 2012, and by District Resolution No. 2014-12 (FC) adopted on September 23, 2014, the District Board of Directors further amended the Code to include in the Appendix A list of Designated Employees certain new District positions that may involve exercising or directly influencing the exercise of any of the powers conferred on the District, to delete certain District positions under Resolution Nos. 02-09 (FC), 04-07 (FC), 06-07 (FC), 08-12 (FC), 2012-08 (FC), and 2014-12 (FC) and to make minor technical changes in the main text of the Code; and

WHEREAS, by District Resolution No. 08-12 (FC), and by District Resolution No. 2010-07 (FC), the District Board of Directors further amended the Code to modify the location where the original Conflict of Interest Statements will be retained upon filing; and

WHEREAS, it is now necessary to further amend the Code to modify the place of filing of the Conflict of Interest Statements; and

NOW, THEREFORE, BE IT RESOLVED by the District Board of Directors that the District Conflict of Interest Code shall be amended to read in full as follows effective on and after confirmation of the amended Code by the Napa County Board of Supervisors acting as code reviewing body:

1. **Incorporation of Standard Terms.** The terms of the model code ("Model Code") set forth in Section 18730 of Title 2 of the California Code of Regulations, as such may be amended from time to time by the Fair Political Practices Commission ("FPPC"), are hereby adopted and incorporated by reference as if set forth fully herein.

2. List of Designated Employees. For purposes of the requirements of the Act and the provisions of the Model Code, the Designated Employees of the District shall be the persons holding those offices and performing the functions of those positions set forth in Appendix A (amended 2014), attached hereto and incorporated by reference herein.

3. List of Disclosure Categories. For purposes of the requirements of the Act and the provisions of the Model Code, the disclosure categories for the Designated Employees of the District shall be those categories set forth in Appendix B (amended 2014), attached hereto and incorporated by reference herein.

4. Documents Comprising Conflict of Interest Code; Effective Date. For purposes of the Act, the provisions of this Resolution, the Model Code, Appendix A (amended 2014), and Appendix B (amended 2012) shall together constitute the Conflict of Interest Code of the District effective on and after the date of confirmation by the Napa County Board of Supervisors.

5. Documents to be filed with the Board of Supervisors. The District Secretary is hereby directed to file three certified copies of the Conflict of Interest Code as amended by this Resolution with the Napa County Board of Supervisors, the code reviewing body for the District. The District Executive Officer shall prepare, and the District Secretary shall send to the Elections Division of the Office of the Napa County Assessor-Clerk-Recorder-Registrar of Voters an updated list of all consultants working for the District who have been determined by the District Executive Officer to be exempt from the Designated Employee "contract consultant" category and the reasons for such exemption whenever such exempt consultant positions are added, dropped, or a change in the nature of the contracted duties makes them subject to broad or limited disclosure as Designated Employees.

6. Time of Filing Statements of Economic Interests. Each person required by this Conflict of Interest Code to file a Statement of Economic Interests ("Statement"), also known at the time of approval of this Resolution as Form 700, shall file his or her initial Statement with the District Secretary for filing with the code reviewing body within ten days after the original effective date of the listing of his or her position in the District's Conflict of Interest Code. When taking office after the time of such listing, such person shall file an assuming office Statement within 30 days after taking office, except if he or she is re-elected or re-appointed without a break in service, such person need not file an assuming office Statement at the time of such re-election or re-appointment. Each such person shall thereafter file an annual Statement by April 1 of each year, covering reportable interests for the twelve-month period ending on the preceding December 31. Each such person who leaves office shall file, within 30 days of leaving office, a Statement disclosing reportable interests held or received at any time during the period between the closing date of the last Statement required to be filed and the date of leaving office.

7. Place of Filing. Designated Employees and other public officials of the District who are required to file Statement of Economic Interests in consequence of Government Code section 87200 shall file the required Statements with the Secretary of the District who shall retain the original Statements. The address of the District Secretary is Suite 310, Napa County Administration Building, 1195 Third Street, Napa, California 94559.

8. Public Inspection of Conflict of Interest Code and Statements. Commencing on the effective date of the Conflict of Interest Code or any amendment thereof, a copy of the Conflict of

Interest Code and such amendments shall be maintained in the office of the District Secretary who shall make such copies and the copies of all Statements on file with the District Secretary available for public inspection and copying during regular business hours. No conditions whatsoever shall be imposed upon persons desiring to inspect the copy of the Conflict of Interest Code and amendments thereof, nor shall any information or identification be required from such persons. Copies shall be provided in accordance with and subject to charges imposed generally by the Public Records Act (Government Code sections 6250 et seq.) and District resolutions pertaining to copying of public records of the District.

9. Annual Review Statement.

(a) No later than October 1 of each even-numbered year, the District shall submit to the Napa County Board of Supervisors, as code reviewing body for the District, a written statement signed by the District Executive Officer, either that:

(1) The District has reviewed the Conflict of Interest Code, the Conflict of Interest Code designates accurately all positions which make or participate in the making of governmental decisions for the District, the disclosure assigned those positions accurately requires the disclosure of all investments, business positions, interests in real property, and sources of income which may foreseeably be affected materially by the decisions made by those designated positions, and the Conflict of Interest Code contains the provisions required by Government Code section 87302; or

(2) The District has reviewed the Conflict of Interest Code and has determined that amendment is necessary to designate all positions which make or participate in the making of governmental decisions for the District, or to update the disclosure categories assigned to require the disclosure of all investments, business positions, interests in real property and sources of income which may be affected materially by the designated positions, or to include other provisions required by Government Code section 87302. If the statement contains this report, the District shall submit the amendment to the Napa County Board of Supervisors within 90 days of the report.

(b) Changed circumstances which require amendment of the Conflict of Interest Code shall include, but not be limited to:

(1) The creation of positions which involve the making or participation in the making of decisions which may foreseeably have a material effect on any financial interest;

(2) The reclassification, renaming, or deletion of previously-designated positions;

(3) The addition, deletion, or modification of statutorily-required provisions of this Conflict of Interest Code; or

(4) The addition, deletion, or modification of the specific types of investments, business positions, interests in real property, and sources of income which are reportable unless such changes have been automatically incorporated into this Conflict of Interest Code as the result of inclusion of the changes into the model code by the Fair Political Practices Commission.

THE FOREGOING RESOLUTION WAS DULY AND REGULARLY ADOPTED
by the Board of Directors of the Napa County Flood Control and Water Conservation District at a regular meeting of the Board held on September 20, 2016, by the following vote, with the number following the name of each voting Director indicating the number of votes cast by that Director:

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AYES: DIRECTORS LUCE, GARCIA, WAGENKNECHT, DUNBAR,
GALBRAITH, DILLON, INMAN, CALDWELL
and TECHEL

NOES: DIRECTORS NONE

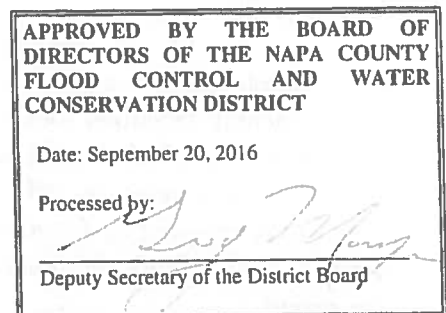
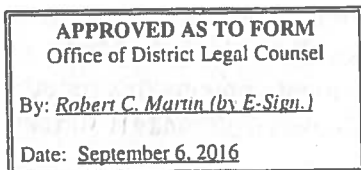
ABSENT: DIRECTORS PEDROZA and DUNSFORD

NAPA COUNTY FLOOD CONTROL AND
WATER CONSERVATION DISTRICT, a special
district of the State of California

By: Jill Techel
JILL TECHEL, Chairperson of the
Board of Directors

ATTEST:
GLADYS I. COIL,
Secretary of the District Board

By: Gladys I. Coil, Deputy



CERTIFICATIONS

I hereby certify that I am the Secretary of the Napa County Flood Control and Water Conservation District (or Deputy Secretary acting under authorization of the Secretary) and the custodian of the records for the District and that the attached Resolution is a true and correct copy of the original approved by the Board of Directors of the District and on file in the District office.

for GLADYS I. COIL,
Secretary of the District Board

By: *Antonio Hernandez, Deputy*

I hereby certify that the attached Conflict of Interest Code for the Napa County Flood Control and Water Conservation District as amended by the District Board on or about *April 20*, 2016 was approved and confirmed by the Napa County Board of Supervisors, as code reviewing body for the District, by action of the Board of Supervisors on _____, 2016, and recorded in the certified minutes of the Board of Supervisors for that date.

GLADYS I. COIL,
Clerk of the Napa County Board of Supervisors

By: _____

**APPENDIX A
(amended 2014)**

LIST OF DESIGNATED EMPLOYEES

Because of the nature of the powers and duties conferred on the District by the Napa County Flood Control and Water Conservation District Act, the policies adopted by the Board of Directors of the District, and the terms of support services and consultant agreements approved by the Board of Directors, the following positions within the District may involve the making or participation in the making of decisions of the District which may foreseeably have a material effect on financial interests of the holders of the positions. Most of the positions listed are of long-term duration, although some are limited-term positions, but all are listed because their scope of authority or work involves either making final decisions for the District which have financial consequences or developing and/or exercising such a level of expertise and ongoing relationship with those who make such decisions that the decision-makers can reasonably be expected to routinely trust and rely upon their advice.

For purposes of filing Statements of Economic Interests as required by this Conflict of Interest Code, the "Designated Employees" of the District shall be those persons who actually occupy or carry out the functions of the following positions, whether as elected or appointed officers, compensated employees, or contracted consultants or their employees or subcontractors:

DESIGNATED EMPLOYEE POSITIONS

Members of the Board of Directors (including persons serving as Directors in the absence of a regular Director as the result of holding the office of Mayor Pro Tem for an incorporated city or town within the District)

Members of the Measure A Technical Advisory Panel

District Executive Officer (Napa County Executive Officer, serving ex-officio), including any Deputy District Executive Officer

District Engineer (Napa County Deputy Director of Public Works/Flood Control Engineer, serving ex-officio, including any Deputy Director of Public Works/Deputy Flood Control Engineer when appointed to perform in this capacity for the District)

District Surveyor (Napa County Director of Public Works/County Land Surveyor, serving ex-officio, including any Deputy Director of Public Works/Deputy County Land Surveyor, when assigned to perform in this capacity for the District)

Engineering Managers

Senior Flood Project Analyst

District Legal Counsel (Napa County Counsel, serving ex-officio, including any Deputy County Counsel when assigned to advise and/or represent the District)

District Assessor (Napa County Assessor-Clerk-Recorder-Registrar of Voters, serving ex-officio)

District Auditor-Controller (Napa County Auditor-Controller, serving ex-officio)

Watershed & Flood Control Operations Manager

Stormwater Program Manager

Contract Consultants for the District: All contract consultants of the District not named above shall be deemed included in the list of Designated Employees and shall disclose their material financial interests in regard to all of the adopted disclosure categories, except when exempted as follows, on a case-by-case basis:

The District Executive Officer may determine in writing that a particular contract consultant, although a “designated position”, is hired to perform a range of duties that is limited in scope and thus is not required to comply or fully comply with all of the disclosure requirements described in Appendix “B”. This written determination shall include a description of the contract consultant’s duties and, based upon that description, a statement of the extent of disclosure requirements. This determination is a public record and shall be retained for public inspection and be available for inspection and copying in the same location and manner as the District’s copy of the Conflict of Interest Code. This determination and the extent, if any, of the required disclosure categories may be made and noted on and as a part of the services agreement between the District and the Contract consultant as long as the agreement fully describes the duties of the consultant for the District.

PUBLIC OFFICIALS OF THE DISTRICT WHO MANAGE PUBLIC INVESTMENTS

The District Treasurer is not listed as a Designated Employee because the District Board has determined that the District Treasurer (the Napa County Treasurer-Tax Collector serving ex-officio) is a public official who manages public investments and is therefore is required by statute to file a Statement of Economic Interests pursuant to Government Code section 87200 rather than pursuant to this Conflict of Interest Code.

**APPENDIX B
(amended 2010)**

DISCLOSURE CATEGORIES

Rationale. The decisions which the Designated Employees may make or participate in making for the District may involve exercising or directly influencing the exercise of any of the powers conferred on the District by the Napa County Flood Control and Water Conservation District Act pertaining to flood control and the conservation and procurement of water.

Except where otherwise determined for specified contract consultants pursuant to Appendix "A", the decisions by the Designated Employees in the routine course of their work for the District may have the potential to impact at a level commonly recognized as "material" by the Political Reform Act of 1974, as amended, and the regulations adopted by the Fair Political Practices Commission ("FPPC") to implement that Act, any or all of those types of financial interests listed in all of the Disclosure Schedules of the Statement of Economic Interests Form approved by the FPPC.

Disclosure Categories. For the foregoing reasons, all of the Designated Employees under this Conflict of Interest Code, other than specified contract consultants whose disclosure responsibilities or exemption therefrom shall be determined in writing by the District Executive Officer on a case-by-case basis as described in Exhibit "A", shall comply with the broadest possible Disclosure Category applicable under the then-current Statement Form and Schedules, disclosing all sources of income, interests in real property, and investments and business positions in business entities as required by the FPPC in its instructions to the Statement of Economic Interests Form approved by the FPPC, as it may be amended from time to time.