

BOARD CHAIR CHARTER

INTRODUCTION

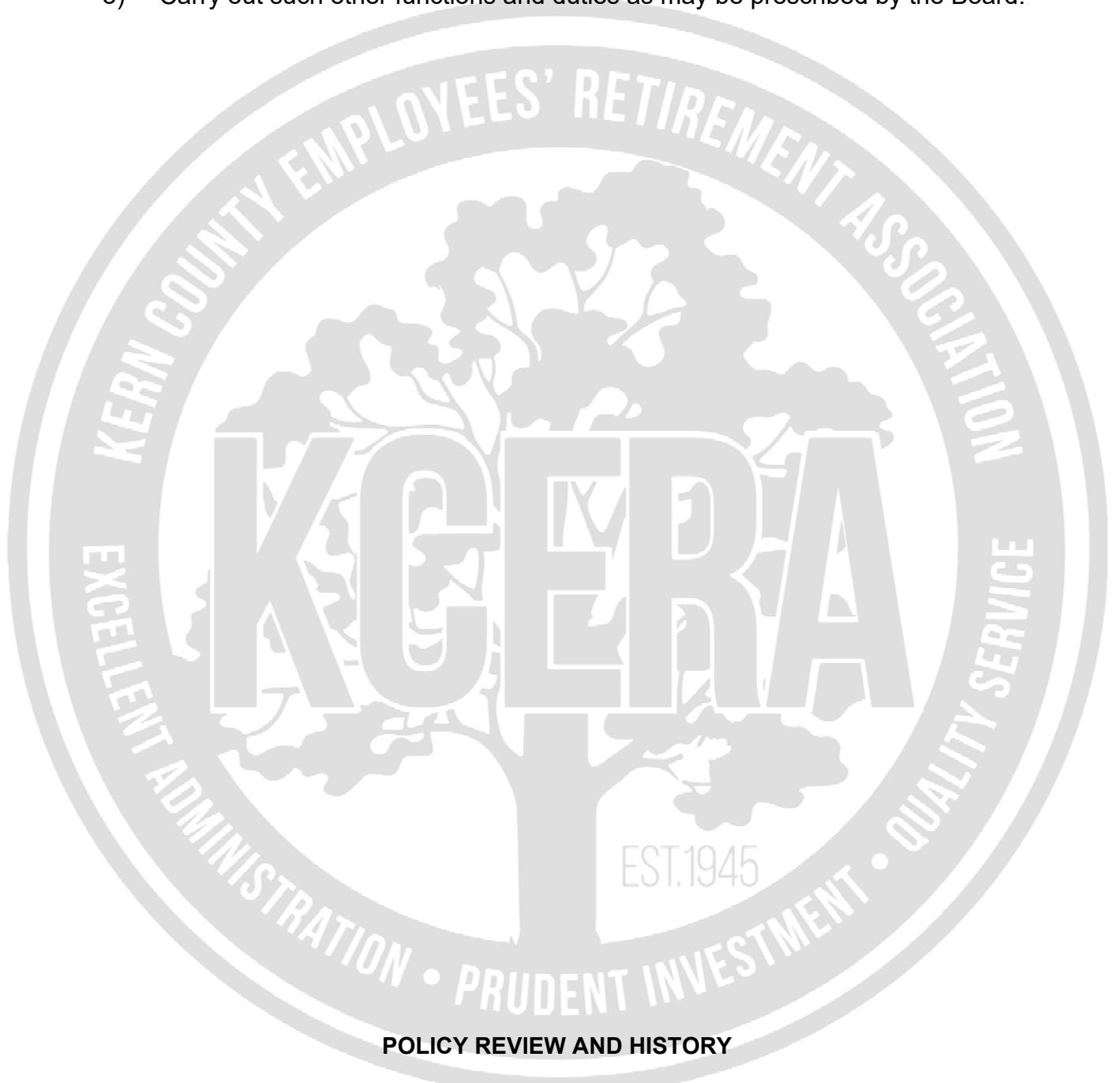
- 1) The Board shall elect one (1) trustee as Chair to hold office for a period of one (1) year. The Chair will exercise the powers and will perform the duties and functions specified herein.

DUTIES AND RESPONSIBILITIES

- 2) The Chair shall:
 - a) Appoint chairs of standing committees of the Board;
 - b) Appoint trustees to standing committees of the Board¹;
 - c) Preside at meetings of the Board, ensuring that such meetings are conducted in an efficient manner and in accordance with the Brown Act and the Board's *Simplified Rules of Order* (see *Board Operations Policy*);
 - d) Guide the Board in achieving, when possible, a consensus on decisions, while allowing full and open debate;
 - e) Ensure coordination of meetings, agendas, schedules and presentations, in consultation with the Chief Executive Officer;
 - f) Facilitate effective and open communications between the Board and the Chief Executive Officer;
 - g) Work to ensure cohesion within the Board;
 - h) Work to ensure that the Board discharges its duties and responsibilities as set forth in the Act, the Board charter, the Regulations, and the governance policies of the Board;
 - i) Confer with KCERA spokespersons (i.e., the Chief Executive Officer or Chief Operations Officer) on significant communication issues;
 - j) Serve as spokesperson for KCERA when the Board determines it would be inappropriate for the Chief Executive Officer or Chief Operations Officer to do so;
 - k) Review travel and, if applicable, other job-related expenditures of the Chief Executive Officer;
 - l) Discuss and assess the concerns of any trustee about the conduct of the Board or the conduct of individual trustees, and take appropriate action, consulting

¹ As per Article 1 of the Regulations, in the case of the Nominating Committee, two committee members are appointed by the Chair, while two committee members are appointed by the full Board.

- with Chief Legal Officer, if necessary;
- m) Sign subpoenas if the Secretary to the Board is unavailable; (§31535)
 - n) Execute all agreements with a value in excess of \$50,000 on behalf of KCERA; and
 - o) Carry out such other functions and duties as may be prescribed by the Board.



- 3) This charter shall be reviewed at least every five years.
- 4) This charter was:
 - a) Adopted by the Board on November 14, 2001.
 - b) Amended on June 23, 2004; September 27, 2006; July 28, 2010; December 12, 2012; April 13, 2016; August 11, 2021; and April 13, 2022.