



**POLICY TITLE: Legal Counsel and Auditor**  
**POLICY NUMBER: 1045**

1045.1 The Board of Directors shall appoint a Legal Counsel to assist the Board and District in all applicable issues and activities.

1045.2 Legal Counsel shall be the legal adviser of the District, including the Board as a whole, the General Manager, **Standing Committees**, and department heads. Legal Counsel shall perform such duties as may be prescribed by the Board of Directors. Such duties include, but are not limited to, providing legal assistance necessary for formulation and implementation of legislative policies and projects; represent the District's interests, as determined by the District, in litigation, administrative hearings, negotiations and similar proceedings; and to keep the Board and District staff apprised of court rulings and legislation affecting the legal interests of the District.

- Legal Counsel is required to draft or comprehensively review ordinances, resolutions, contracts, leases, opinions and similar documents, to approve as to form all ordinances, resolutions and contracts, and to perform all other tasks as set forth in his or her contract.
- Legal Counsel shall present and report on all legal issues and any **Closed Session items before the Board. The closed session report shall include topic description and all disclosable information prior to the closed session. Legal Counsel shall give an oral or written report to the public after the closed session meeting, as further described in the Brown Act.**
- Legal Counsel shall serve at the pleasure of the Board and shall be compensated for services as determined by the Board. **The selection of Legal Counsel shall be done in a noticed public meeting and at least every five years.**
- Legal Counsel reports to the Board as a whole but is available to each Director for consultation regarding legal matters particular to that Board member's participation. No Board member may request a legal opinion of Legal Counsel without concurrence by the Board, except as such requests relate to questions regarding that member's participation. Legal Counsel shall be available to the District General Manager for consultation on applicable issues and activities.

**Commented [d1]:** The committee's wording was: "Legal Counsel shall present and report on all legal issues and any closed session meeting item numbers, topic description and all disclosable information listed on the Board of Directors' agenda. Public comment will be taken prior to the closed session meeting. Legal Counsel shall report after the closed session meeting to the public of the status details of any action taken in the closed session with the vote or abstention on that action of every member present."

**Commented [d2]:** Committees wording was: "From time to time the Board of Directors shall issue a request for proposal (RFP) for legal services."

1045.3 The District Auditor shall be appointed by the Board by a majority vote in a public meeting. The Board shall determine the duties and compensation of the Auditor. The Auditor shall serve at the pleasure of the Board. Selection of the Auditor shall be done in a noticed public meeting and at least every five years.

- The Board may appoint a committee to oversee the work of an independent auditor, who will report to the Board, to conduct an annual audit of the District's books, records, and financial affairs in accordance with state law and the Finance Committee Charter for Audit Compliance. The **Administrative Department Manager and General Manager** will install and maintain an accounting system that will completely, and at all times, show the financial condition of the District.

**Commented [d3]:** The Committee suggested the following additional wording: "including total indebtedness and total annual debt service."