

MOREHEAD UTILITY PLANT BOARD OF DIRECTORS
OPERATIONAL PROCEDURES

A. Mission Statement of the Morehead Utility Plant Board

The mission statement of the Morehead Utility Plant Board (hereinafter MUPB) is to provide consumers with safe and reliable gas, water and wastewater treatment services at the lowest reasonable rates that are consistent with sound business practices.

B. General Provisions

1. The MUPB is charged with the duty and responsibility of overseeing the operation of the utility. The powers are as enumerated by the City of Morehead Ordinance adopted February 20, 1950, and subsequent revisions.

a. The purpose of the MUPB is to enhance and facilitate the utility's mission via strategic planning, establishing policy, appointing the General Manager, organizational direction, development and oversight of the annual budget, and monitoring the operation and maintenance of the gas, water and wastewater systems in order to ensure the utility's overall effectiveness, efficiency, and competitiveness, thereby assuring the delivery of reliable, economical utility services now and in the future.

b. These operational procedures shall govern the Board's proceedings to the extent they are not inconsistent with the Kentucky Revised Statutes, Kentucky Administrative Regulations, and/or ordinance of the City of Morehead.

2. Definitions

a. As used in these operational procedures, "Chairperson" means the Chair of the Board after elected by a majority of its members.

b. As used in these operational procedures, "Vice-Chairperson" means the Vice-Chairperson of the Board after elected by a majority of its members.

c. As used in these operational procedures, "General Manager" means the Chief Executive Officer of the MUPB after appointment by a majority of the Board members.

d. As used in these operational procedures, "Secretary" means the General Manager-

3. Duties and Authority:

a. Unless specifically stated otherwise, the Board has full authority to act for and on behalf of the City Council in the operation and maintenance of its utilities.

b. The duties and responsibilities of the General Manager shall be as stated in the MUPB position description.

c. The Board has the authority to appoint/hire external professional services for legal counsel, recording meeting minutes, or other services deemed necessary by the Board.

4 Limitations on Authority

a. The Board has authority to fulfill its mission statement unless prohibited otherwise by City of Morehead ordinance or Kentucky Revised Statutes.

C. Members

1. The Board shall consist of five (5) members, one of whom is a member of the Morehead City Council. All members are appointed by the Morehead City Council upon recommendation of the Mayor.

2. In an advisory capacity, the current members of the Board may prepare a list of recommended persons for appointment to fill a vacant position on the Board and request the Chairperson to deliver the list to the Mayor for consideration in filling the position.

3. The compensation of the Board members shall be set as per Morehead city ordinance.

4. Members of the Board are expected to attend regular, special and emergency meetings. Members who are unable to attend shall notify the Board Chairperson of the expected absence as soon as possible, but no later than the beginning of the meeting.

5. Indemnification: Board members are bonded and insured via the MUPB liability insurance policies.

D. Officers

1. The Officers of the Board shall consist of a Chairperson, a Vice-Chairperson, and a Secretary.

2. The Board may assign the duties of a Fiscal Liaison to one of its members, which may or may not be an Officer of the Board.

3. Election of Officers:

a. The Board shall elect the Chairperson and Vice-Chairperson at its June meeting to serve for one year terms beginning with the new fiscal year (July 1).

b. The Board Chairperson may serve in the Office for a maximum of four (4) consecutive years. (Partial years served as Chairperson shall not be factored in the four (4) consecutive years.)

c. In the event of a vacancy of the office of Chairperson and/or Vice Chairperson, the Board shall elect a new officer(s) at its next regular or special meeting.

4. Duties:

a. The Chairperson shall preside at all meetings of the Board, represent the Board in working with the General Manager when necessary to interpret policies, practices and procedures, to address issues with time limitations, to meet with the City Council and other elected bodies as necessary, and so forth.

b. The Vice-Chairperson shall serve as Chairperson in the absence of the Chairperson.

c. The Secretary is responsible for the Board meeting minutes. The Secretary shall keep or cause to be kept a complete and permanent record of all proceedings of the Board of Directors. The Secretary shall co-sign all deeds, leases, conveyances, and other papers and documents executed by the Board when such are required. The Board may engage an Assistant Secretary to assist in the recording of minute meetings and other organizational matters related to the Office.

d. In the event both the Chairperson and Vice-Chairperson are absent, the meeting may be chaired by any member present, as chosen by those in attendance.

e. The General Manager shall be the official custodian of MUPB records.

5. Resignations; Absences

a. Any Board member may resign his/her position by forwarding a written communication through the Board Chairperson to the Mayor and City Council.

b. In the event that a member is absent for three consecutive months, the Board or its Chairperson shall notify the Mayor and City Council of the absences.

E. Meetings

1. All meetings will be conducted as required by Kentucky Revised Statutes Chapter 61.

2. Regular Meetings:

a. Regular meetings of the Board shall be held on the last Monday of each month. The meeting shall commence at 12:00 noon at the MUPB Conference Room located at 135 South Wilson Avenue, Morehead, KY.

b. The Board may change the date, time and location of a regular meeting for any reason acceptable to a majority of the voting Board members. In the event a regular meeting is changed, it shall be considered a special meeting and written

notice shall be provided to each Board member as soon as possible, but no later than 48 hours in advance, and to the media at least 48 hours in advance.

3. Special or Emergency Meetings:

a. A special or emergency meeting may be called by either the Chairperson or by two members of the Board. Notices of special or emergency meetings shall be announced in accordance with KRS 61.823.

4. Closed Sessions:

a. All meetings of a quorum of the members shall be open to the public, except as stated in KRS 61.810. In conducting a closed session, the requirements in KRS 61.815 shall be followed.

5. Quorum and Vote:

a. The presence of a majority of the five appointed members shall constitute a quorum. A simple majority of the members present shall constitute a majority vote. If the number of votes on an issue is less than a majority of the members present and/or members voting, the minutes of the meeting shall state that the motion failed.

b. If a quorum of Board members is not present at a regular or special meeting, the meeting may be considered cancelled.

c. Pursuant to KRS 61.826 meetings of the Board may be conducted via video teleconference. In such circumstance any Board member attending by video teleconference shall be considered present for all relevant purposes including quorum, participation, and voting.

6. Impertinence; Disturbance of Meeting

a. Any person making personal, impertinent or indecorous remarks while addressing the Board may be barred by the Chairperson from further appearance before the Board at that meeting. The Chairperson may order any person removed from the Board meeting who causes a disturbance or interferes with the conduct of the meeting, and the Chairperson may direct the meeting room to be cleared when deemed necessary to maintain order.

7. Access to Public Records Distributed at Meeting:

a. The public may have access to MUPB records in accordance with KRS Chapter 61.

8. Conflict of Interest:

a. The City of Morehead Code of Ethics, including the Conflict of Interest provisions codified as §40.03 through §40.07, shall apply to the Board members and employees of the MUPB.

F. Agendas and Meeting Notices

1. Agenda Format, Content, and Distribution:

a. Items may be identified for inclusion on the agenda by any member of the Board or the General Manager. The order of presentation shall be established by the Chairperson after consultation with the General Manager.

b. The deadline for accepting items for the agenda shall be 10:00 a.m. on the Friday preceding the last Monday of the month. The General Manager shall insure that an agenda is prepared for each meeting, and that the agenda is distributed to all members of the Board and the Board's attorney during the Friday preceding the last Monday of the month. Agendas may be distributed either electronically or by paper.

c. The agenda shall contain a brief general description of each item of business to be transacted or discussed at the meeting. The description shall be reasonably calculated to adequately inform the public of the subject matter of each agenda item.

d. Agenda items requiring action by the Board shall contain the recommendation of the General Manager as to the specific action being recommended and accompanied by a background summary related to the recommendation and issue.

2. Public Input:

a. A time shall be set aside during regular Board meetings for public input. Any person addressing the Board may submit written statements, petitions or other documents to complement his/her presentation.

b. The Chairperson may allow information presented at the meeting by the public to be discussed during the meeting, or may request the General Manager to research the subject and report back during the next Board meeting.

3. Meeting Notice to the Media

a. Members of the media who have filed a written request to receive notices of meetings shall be notified of the date, time and location of regular meetings one time; further notification is given only if changes are made.

b. Members of the media who have filed a written request to receive notices of meetings shall be notified of special meetings no later than 48 hours in advance, and shall be notified of emergency meetings as soon as practical.

G. Miscellaneous

1. Modification of Operational Procedures:

a. These operational procedures shall be amended/modified by the Board by the affirmative vote of a super majority (4 of 5) of its members.

(Adopted March 2012; Amended February 2015)