



## WATER RESOURCES AGENCY

# MEMORANDUM

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Monterey County

**DATE:** March 3, 2026

**TO:** Planning Committee

**FROM:** Ara Azhderian, General Manager

**SUBJECT:** Review of the Agency's Board of Directors Roles & Responsibilities:

At its February meeting, the Agency's Board of Directors (Directors) requested a review of its roles and responsibilities with respect to its governance of the Agency. The Agency is a special district formed in 1991 per the "Monterey County Water Resources Agency Act", California Water Code Appendix § 52-1, *et seq.* Generally, the Agency Act establishes the powers of the Agency, its governing bodies – a Board of Supervisors and a Board of Directors – and its officers and employees, and assigns roles and responsibilities categorically to each. The Agency Act is further clarified by Agency Ordinance 3559. Among other things, Ordinance 3559 mandates that the Directors, "shall adopt bylaws for the conduct of their business"; therefore, the roles and responsibilities of the Agency's Directors are governed by a complex network of legal and policy documents.

In February 2025, as part of the ongoing effort to update the Agency's Strategic Plan, staff presented to the Planning Committee a Summary Matrix of Roles and Responsibilities prepared by our consultant of the time, Baker Tilly. The Matrix presents roles and responsibilities categorically for the Board of Supervisors, Board of Directors, and General Manager as established by the Agency Act, County Code, ordinances, resolutions, and the Directors Bylaws. Generally, this myriad of legal and policy documents assigns to the Directors those powers not reserved to the Supervisors on matters of policy that will not have significant, community-wide impact absent concurrence by the Supervisors, to be implemented by the General Manager. The 2025 Matrix is attached for reference.

In October 2025, as part of the ongoing effort to modernize the Agency's Bylaws and governance policies, staff presented to the Planning Committee a memorandum highlighting, in part, key provisions of the Agency Act and Ordinance 3559 relative to the Directors roles and responsibilities, and provides links to documents from other water agencies as examples of how governance policies may be promulgated. The September 2025 memorandum is attached for reference.

In response to the Directors request for a review of its roles and responsibilities with respect to its governance of the Agency, staff is seeking advice from the Planning Committee on the suitability of previously prepared materials and direction on what other steps should be considered. Prior direction from the Planning Committee has been to prioritize revision of the Bylaws and governance policies and the Strategic Plan update.

Attachments:

- September 24, 2025, Considerations for modernizing the Agency's BOD governance guidance
- January 29, 2025, WRA Governing Bodies Roles and Responsibilities Summary - DRAFT