



CAMBRIA COMMUNITY SERVICES DISTRICT BOARD OF DIRECTORS' BYLAWS

1. OFFICERS OF THE BOARD OF DIRECTORS

- 1.1 The officers of the Board of Directors are the President and Vice President.
- 1.2 The President of the Board of Directors shall serve as chairperson at all Board meetings. The President shall have the same rights as the other members of the Board in voting, introducing motions, resolutions and ordinances, and any discussion.
- 1.3 In the absence of the President, the Vice President of the Board of Directors shall serve as chairperson over all meetings of the Board. If the President and Vice President are both absent, the remaining members shall select one among themselves to act as chairperson for the meeting.
- 1.4 The President and Vice President of the Board shall be elected annually at the first regular meeting of each calendar year.
- 1.5 The term of office for the President and Vice President of the Board shall commence immediately upon their election at the January regular Board meeting each year and shall continue until replaced.

2. MEETINGS

- 2.1 Regular meetings of the Board of Directors shall commence at 12:30 p.m. on the fourth Thursday of each calendar month in the Veterans' Memorial Hall currently located at 1000 Main Street, Cambria unless otherwise directed by the Board of Directors.
- 2.2 Members of the Board of Directors shall attend all regular and special meetings of the Board unless there is good cause for their absence.
- 2.3 No Board action may be taken on an item not on the posted agenda; provided, however, matters deemed to be emergencies or of an urgent nature may be added to the agenda under the procedures of the Brown Act.

- 2.4 Pursuant to the Brown Act:
- (a) Board Members may briefly respond to statements or questions from the public; and
 - (b) Board Members may, on their own initiative or in response to public questions, ask questions for clarification, provide references to staff or other resources for factual information, or request staff to report back at a subsequent meeting; and
 - (c) The President of the Board or any two Board members may take action to direct staff to place a matter on a future agenda.
- 2.5 The President shall conduct all meetings in a manner consistent with the policies of the District. All comments shall be directed to the President. The President shall determine the order in which agenda items shall be considered for discussion and/or actions taken by the Board and shall announce the Board's decision on all subjects. The President shall vote on all motions except in the case of a conflict of interest. On roll call the maker of the motion shall be called first, the Board member seconding the motion shall be called second, and the remainder are polled with the President voting last, unless the President made the motion or seconded the motion.
- 2.6 A majority of the Board shall constitute a quorum for the transaction of business. A majority of the Board is sufficient to do business, however motions must be passed unanimously if only three attend. When there is no quorum for a regular meeting, the President, Vice President, or any Board member shall adjourn such meeting, or, if no Board member is present, the District Clerk shall adjourn the meeting.
- 2.7 A roll call vote if required by law or contract shall be taken upon votes on ordinances and resolutions, and shall be entered in the minutes of the Board showing those Board members voting aye, voting no and those abstaining or absent. Unless a Board member states that they are not voting because of a conflict of interest and steps down from the dais prior to the discussion of the item, his or her silence shall be recorded as an affirmative vote and vote of abstention shall be recorded as an abstention.
- 2.8 Any person attending a public meeting of the Board of Directors may record the proceedings with an audio or video tape recorder or a still or motion picture camera in the absence of a reasonable finding that the recording cannot continue without noise, illumination, or obstruction of view that constitutes or would constitute a disruption of the proceedings.
- 2.9 All video tape recorders, still and/or motion picture cameras shall remain stationary and shall be located and operated from behind

the public speakers podium once the meeting begins. The President retains the discretion to alter these guidelines, including the authority to require that all video tape recorders, still and/or motion picture cameras be located in the back of the room.

3. AGENDAS

- 3.1 The General Manager, in cooperation with the Board President and Vice President, shall prepare an agenda for each regular and special meeting of the Board of Directors. Any Director may call the General Manager and request an item to be placed on the regular meeting agenda no later than 4:30 p.m. two weeks prior to the meeting date. The General Manager shall establish a District Policy to guide staff in the preparation of meeting agendas.
- 3.2 A block of approximately 20 minutes time shall be set aside to receive general public comment. Comments on agendaed items should be held until the appropriate item is called. Unless otherwise directed by the President, members of the public shall state their name and their general place of residence prior to giving their comment. Public comment shall be directed to the President of the Board and limited to three minutes unless extended or shortened at the President's discretion.
- 3.3 Those items on the District Agenda, which are considered to be of a routine and non-controversial nature, are placed on the "Consent Agenda." These items shall be approved, adopted, and accepted, etc. by one motion of the Board of Directors. For example, approval of Minutes, approval of Warrants, various Resolutions accepting developer improvements, minor budgetary items, status reports, and routine District operations.
 - (a) Board members may request that any item listed under "Consent Agenda be removed from the "Consent Agenda," and the Board will then take action separately on that item. A member of the public will be given an opportunity to comment on the "Consent Agenda," however, only a member of the Board of Directors can remove an item from the "Consent Agenda." Items, which are removed ("pulled") by members of the Board for discussion, will typically be heard after other "Consent Agenda" items are approved unless the President orders an earlier or later time.
 - (b) A Board member may ask questions on any item on the "Consent Agenda." When a Board member has a minor question for clarification concerning a consent item, which will not involve extended discussion, the item may be discussed for clarification and the questions will be addressed along with the rest of the

- “Consent Agenda.” Board members are encouraged to seek clarifications prior to the meeting if possible.
- (c) When a Board member wishes to pull an item simply to register a dissenting vote, the Board member shall inform the presiding officer that they wish to register a dissenting vote without discussion. These items will be handled along with the rest of the Consent Agenda, and the District Clerk will register a “no” vote in the minutes.

4. PREPARATION OF MINUTES AND MAINTENANCE OF TAPES

- 4.1 The minutes of the Board shall be kept by the District Clerk and shall be neatly produced and kept in a file for that purpose, with a record of each particular type of business transacted in paragraphs with proper subheadings;
- 4.2 The District Clerk shall be required to make a record only of such business as was actually passed upon by a vote of the Board and, except as provided in Section 4.3 below, shall not be required to record any remarks of Board Members or any other person;
- 4.3 Any Director may request for inclusion into the minutes brief comments pertinent to an agenda item, only at the meeting in which the item is discussed.
- 4.4 Written materials delivered to the Board at the meeting that were not contained in the Board Agenda Packet for review by the Board prior to the meeting shall not be included in the meeting minutes.
- 4.5 The District Clerk shall attempt to record the names and general place of residence of persons addressing the Board, the title of the subject matter to which their remarks related, and whether they spoke in support or opposition to such matter;
- 4.6 Whenever the Board acts in a quasi-judicial proceeding such as in assessment matters, the District Clerk shall compile a summary of the testimony of the witnesses.
- 4.7 Any tape or film record of a District meeting made for whatever purpose at the direction of the District shall be subject to inspection pursuant to the California Public Records Act. District tape and film records may be erased ninety (90) days after the taping or the recording.

5. MEMBERS OF THE BOARD OF DIRECTORS

Directors shall prepare themselves to discuss agenda items at meetings of the Board of Directors. Information may be requested from staff or exchanged between Directors before meetings.

- 5.1 Information that is exchanged before meetings shall be distributed through the General Manager, and all Directors will receive all information being distributed.
- 5.2 Directors shall at all times conduct themselves with courtesy to each other, to staff and to members of the audience present at Board meetings.
- 5.3 Differing viewpoints are healthy in the decision-making process. Individuals have the right to disagree with ideas and opinions, but without being disagreeable. Once the Board of Directors takes action, Directors should commit to supporting said action and not to create barriers to the implementation of said action.
- 5.4 At the President's discretion District Counsel shall act as parliamentarian.

6. AUTHORITY OF DIRECTORS

- 6.1 The Board of Directors is the unit of authority within the District. Apart from their normal function as a part of this unit, Directors have no individual authority. As individuals, Directors may not commit the District to any policy, act or expenditure.
- 6.2 Directors do not represent any fractional segment of the community, but are, rather, a part of the body, which represents and acts for the community as a whole.
- 6.3 The primary responsibility of the Board of Directors is the formulation and evaluation of policy. Routine matters concerning the operational aspects of the District are to be delegated to professional staff members of the District.

7. DIRECTOR GUIDELINES

- 7.1 Board Members, by making a request to the General Manager or District Clerk, shall have access to information relative to the operation of the District, including but not limited to statistical information, information serving as the basis for certain actions of Staff, justification for Staff recommendations, etc. If the General Manager or District Clerk cannot provide the requested information in a timely manner by reason of information deficiency, or major interruption in work schedules, work loads, and priorities,

then the General Manager or District Clerk shall inform the individual Board Member why the information is not or cannot be made available.

- 7.2 In handling complaints from residents, property owners within the District, or other members of the public, Directors are encouraged to listen carefully to the concerns, but the complaint should be referred to the General Manager for processing and the District's response, if any.
 - 7.3 Directors, when seeking clarification of policy-related concerns, especially those involving personnel, legal action, land acquisition and development, finances, and programming, should confer directly with the General Manager.
 - 7.4 When approached by District personnel concerning specific District policy, Directors should direct inquiries to the General Manager or District Clerk. The chain of command should be followed.
 - 7.5 Directors and General Manager should develop a working relationship so that current issues, concerns and District projects can be discussed comfortably and openly.
 - 7.6 When responding to constituent request and concerns, Directors should respond to individuals in a positive manner and route their questions to the General Manager, or in their absence, to the District Clerk.
 - 7.7 Directors are responsible for monitoring the District's progress in attaining its goals and objectives, while pursuing its mission.
8. DIRECTOR COMPENSATION
- 8.1 Each Director is authorized to receive one hundred dollars (\$100.00) as compensation for each meeting they attend that relates to District business, including regular, adjourned or special meetings, standing or ad hoc committee meetings, including any days of travel for Board business, and excluding personal or impromptu meetings with a constituent(s).
 - 8.2 Director compensation shall not exceed six days in any calendar month.
 - 8.3 In no event shall Director compensation exceed \$100 per day, or \$600 per month.

- 8.4 Each Board Member is entitled to reimbursement for their expenses incurred in the performance of the duties required or authorized by the Board.
- (a) It is the policy of the District to exercise prudence with respect to hotel/motel accommodations. It is also the policy of the District for Board members and staff to stay at the main hotel/motel location of a conference, seminar, or class to gain maximum participation and advantage of interaction with others whenever possible. Actual hotel/motel costs shall be reimbursed. Personal phone calls are not reimbursable.
 - (b) Any Director traveling on District business shall receive in addition to transportation and lodging expenses, as an alternative to presenting receipts, a per diem allowance to cover ordinary expenses such as meals, refreshments and tips. The amount set for per diem shall be considered fair reimbursement and the Director shall neither be required to account for use of the per diem, return the unused portions, nor claim additional expenses for these items. The per diem shall be set by resolution of the Board. Raise per diem to \$50.00 per diem.

9. COMMITTEES

- 9.1 (a) As is customary with Board meetings, all committees shall meet within the jurisdictional boundaries of CCSD except in emergency.
- (b) Ad Hoc Committees
The Board shall appoint such ad hoc committees as may be deemed necessary or advisable. The duties of the ad hoc committee shall be outlined at the time of appointment, and the committee shall be considered dissolved when its final report has been made.
- 9.2 Standing Committees
- (a) The Board may create standing committees at its discretion. Standing committees shall be advisory committees to the Board of Directors and shall not commit the District to any policy, act or expenditure. Each standing committee may consider District related issues, on a continuing basis, assigned to it by the Board of Directors. The Board of Directors shall appoint committee members.
 - (b) All standing committees shall be conducted as public meetings in accordance with the Brown Act and Sections 2, 3 and 4 of these Bylaws. Summary notes for each meeting of each committee shall be

forwarded to the Board of Directors as a public record.

10. CORRESPONDENCE DISTRIBUTION POLICY

Time permitting, the following letters and other documents shall be accumulated and delivered to the Board of Directors on Monday of each week and/or with agenda packet.

10.1 All letters approved by the Board of Directors and/or signed by the President on behalf of the District; and

10.2 All letters and other documents received by the District that are of District-wide concern as determined by District staff.

10.3 The District General Manager shall establish a policy for receiving, processing and distribution of District correspondence.

11. CONFLICTS AND RELATED POLICY

State laws are in place, which attempt to eliminate any action by a Board Member or the District that may reflect a conflict of interest. The purpose of such laws and regulations is to insure that all actions are taken in the public interest. Laws, which regulate conflicts, are very complicated. The following provides a brief policy summary of various conflict related laws. Directors are encouraged to consult with District Legal Counsel and/or the FPPC at (916) 322-5660, prior to the day of the meeting, if they have a question about a particular agenda item.

11.1 Conflict of Interest

Each Director is encouraged to review the District Conflict Code on an annual basis. The general rule is that an official may not participate in the making of a governmental decision if it is: (1) reasonably foreseeable that the decision will have a (2) material financial effect on the (3) official or a member of his or her immediate family or on an economic interest of the official, and (4) the effect is distinguishable from the effect on the public generally. Additionally, the FPPC regulations relating to interests in real property have recently been changed. If the real property in which the Director has an interest is located within 500 feet of the boundaries of the property affected by decision, that interest is now deemed to be directly involved in the decision.

11.2 Interest in Contracts, Government Codes Section 1090

The prohibitions of Government Code Section 1090 provide that the Board of Directors may not contract with any business in which another Board member has financial interest.

11.3 Incompatible Office

The basic rule is that public policy requires that when the duties of two offices are repugnant or overlap so that their exercise may require contradictory or inconsistent action, to the detriment to the other public interest, their discharge by one person is incompatible with that interest.

12. EVALUATIONS

The District's General Manager and District Legal Counsel shall be evaluated annually.

13. CONTINUING EDUCATION

Members of the Board of Directors are encouraged to attend educational conferences and professional meetings when the purposes of such activities are to improve District operation. Subject to budgetary constraints, there is no limit as to the number of Directors attending a particular conference or seminar when it is apparent that their attendance is beneficial to the District.

14. BOARD BY-LAW REVIEW POLICY

Subject to 3.1 the Board By-law Policy shall be reviewed annually at the first regular meeting in February. The review shall be provided by District Counsel and ratified by Board action.

15. RESTRICTIONS ON RULES

The rules contained herein are guidelines only and shall govern the Board in all cases to which they are applicable, and in which they are not inconsistent with State or Federal laws.