

## BYLAWS

### COMPLIANCE WITH FEDERAL OR STATE LAW

The Cambria Community Services District (CCSD) Board of Directors will comply with all Federal and State laws governing their conduct in the performance of their duties as Directors. These Bylaws are not intended to amend any laws governing the behavior of any individual Board Member or the Board as a whole. These Bylaws are for the purpose of providing guidance to the Director in the performance of his or her duties. If it is determined any of these Bylaws conflict with Federal or State rules or statutes the Federal or State rules or statutes will apply

#### 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 presiding officer 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 presiding officer 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 presiding officer of the meeting.
- 1.4 The President and Vice President of the Board shall be elected annually at the first regular meeting in December and the term of office shall commence immediately upon election and continue until replaced.
- 1.5 The President or his or her designate shall be the spokesperson for the Board and point person for intergovernmental relations.
- 1.6 The President shall make appointments to all committees subject to Board approval.

#### 2. MEETINGS

- 2.1 Regular meetings of the Board of Directors shall be on the fourth Thursday of each calendar month in the Veterans Memorial Hall, located at 1000 Main Street, Cambria, unless otherwise directed by the Board of Directors. The time for holding Regular meetings of the Board of Directors shall be established by resolution.
- 2.2 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 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 a Board majority in open session may take action to direct staff to place a matter on a future agenda.
- 2.3 Meeting Length. The business at regular meetings of the Board of Directors, including any scheduled closed sessions, shall be conducted for no more than a four-hour period, unless extended by a four-fifths (4/5th) vote of the Board. In the event there are remaining items on the agenda at the end of the four-hour period, the Board may adjourn the meeting to a specific date and time in accordance with the provisions of Government Code Section 54955. The intent and purpose of this policy is to encourage a reasonable time period in which the Board of Director's business is discussed and to protect against fatigue in discussing and deciding important District issues.

### 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. An item placed on an agenda in this manner shall only be removed by the General Manager, in cooperation with the President and Vice President. Any Director's request to place an item on the agenda must be approved by the Board President or a majority of the Board Members acting in open session.

- 3.2 A block of time shall be set aside to receive general public comment. Comments on items on the agenda should be held until the appropriate item is called. 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 CCSD 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 by one motion of the Board of Directors.
  - (a) Board members may request any item listed under Consent Agenda be removed from the Consent Agenda, and the Board will take action separately on that item.
  - (b) A Board member may ask a minor question, for clarification, on any item on the Consent Agenda. The item may be briefly discussed for clarification and the questions will be addressed along with the rest of the Consent Agenda.
  - (c) When a Board member wishes to pull an item simply to register a dissenting vote, the Board member shall inform the presiding officer 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

- 4.1 The minutes of the Board shall be kept by the District Clerk.
- 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 and 4.6 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.

5. MEMBERS OF THE BOARD OF DIRECTORS

- 5.1 Information that is exchanged before meetings shall be distributed through the District Clerk, 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 Individual Directors have the right to disagree with ideas or opinions, while being respectful. Once the Board of Directors takes action, Directors should not 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 CCSD. Apart from their normal function as a part of this unit, Directors have no individual authority. As individuals, Directors may not commit the CCSD 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 responsibilities of the Board of Directors are:
  - (a) The formulation and evaluation of policy.
  - (b) Monitoring the CCSD's progress in attaining its goals and objectives.
  - (c) Appointment of a General Manager to handle all matters concerning the operational aspects of the CCSD.

7. DIRECTOR GUIDELINES

- 7.1 Board Members, by making a request of the General Manager, shall have access to information relative to the operation of the CCSD. If the General Manager cannot provide the requested information in a timely manner the General Manager shall inform the individual Board Member why the information is not or cannot be made available.
- 7.2 A Board Member's individual involvement in District personnel matters or the day-to-day operations of the District can potentially create liability, demonstrates a disregard for the proper command structure of the District, and jeopardizes the administrative appeals process. To ensure Board Members' conduct complies with CCSD's Municipal Code, Personnel Policies, and California law, to affirm CCSD's administrative hierarchy and the Board's delegation of authority, and to protect the integrity of the administrative appeals process, **Board Members must not involve themselves or interfere in personnel matters or the day-to-day operations of the District.** Such matters are under the authority of the General Manager. Board Members should recognize and respect the General Manager's authority to handle personnel matters and the other operations of the District. The Board Members shall deal with the personnel matters and the other operations of the District through the General Manager, except for the purpose of inquiry, and no Board Member shall give orders or instructions to any subordinates of the General Manager. The General Manager shall take orders and instructions from the Board of Directors only when sitting in a duly convened meeting of the Board of Directors, and no individual Board Member shall give any orders or instructions to the General Manager. When presented with questions or complaints from citizens or staff related to operational and personnel matters, Board Members should listen to the concerns expressed and either: (1) confer with the General Manager to advise of the concerns; or (2) refer the individual to the General Manager for resolution of their concerns. Board Members must not bypass the authority of the General Manager. If the

concern is being made against the General Manager, the Board Member should confer with the District's General Counsel.

## 8. DIRECTOR COMPENSATION

- 8.1 Directors may receive compensation of one hundred dollars (\$100.00) for each authorized meeting attended or for each day of service rendered as a Director.
- 8.2 The following are authorized meeting for which a Director may be compensated:
  - (a) Regular Board meetings.
  - (b) Special Board meetings.
  - (c) Advisory or Committee meetings.
  - (d) Training or educational seminars, conferences or webinars.
  - (e) Negotiation sessions.
  - (f) Depositions.
  - (g) Meetings with District consultants, engineers, or other professionals for the purpose of conducting District business or potential business.
  - (h) Any other activity the Board requests a member attend in advance of attendance.
- 8.3 Director compensation shall not exceed six days of service in any calendar month.
- 8.4 In no event shall any Director's compensation exceed \$100.00 per day or \$600.00 per month.
- 8.5 Each Board Member is entitled to reimbursement for their travel, meals, lodging and other actual and necessary expenses incurred in the performance of the duties required or authorized by the Board pursuant to Government Code Section 53232.2
- 8.6 Board Members shall provide brief reports on meetings attended at the expense of the District at the next regular Board meeting, as provided by Government Code Section 53232.3.

## 9. COMMITTEES

- 9.1 All Board committees shall be Members appointed by the Board President with concurrence of the full Board.

- 9.2 All committees shall meet within the jurisdictional boundaries of CCSD except, as may be permitted by the Brown Act.
- 9.3 The Board may 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. AD HOC committees shall meet on an as needed basis.
- 9.4 Standing Committees:
  - (a) Standing Committees may be created at the Boards discretion. Standing Committees may consider CCSD related issues assigned to it on a continuing basis.
  - (b) All Standing Committees shall be conducted as public meetings in accordance with the Brown Act. Summary notes for each meeting of a Standing Committee shall be forwarded to the Board of Directors as a public record.

#### 10. BOARD BYLAW REVIEW POLICY

- 10.1 Subject to 3.1 the Board Bylaws shall be reviewed annually at the first regular meeting in January and amendments to the Bylaws shall be considered for adoption by the Board at the first regular meeting in February.