

## NORTH COAST ADVISORY COUNCIL BYLAWS

Adopted as amended September 16, 2015

### Article I Name

Section 1. The name of this organization shall be "NORTH COAST ADVISORY COUNCIL", also known as "NCAC" or the "COUNCIL".

### Article II Purpose and Authority

Section 1. Purpose: The purpose shall be to develop a unified, cooperative effort among all individuals, organizations and public jurisdictions interested in furthering sound planning development, resulting in a positive quality of life to the North Coast Area.

Section 2. Mission: The Council's Mission is to establish an organization truly representative of the people of the North Coast Area in matters of civic interest, and to represent the community before all bodies, public and private, where the subject is appropriate to the objectives of the NCAC.

Section 3. Focus: The Council's primary focus shall be to provide a forum for citizen education, involvement, and discussion on issues that pertain to the North Coast Area. The forum shall provide for the public review of matters identified with sound development including, but not limited to: land use, public services, circulation, zoning, public improvements and all aspects of orderly community growth.

Section 4. Authority: The Council's authority is advisory in nature. No member of the Council is empowered to commit the council, community, or the County, to an action, participation, or financial involvement. Only the Chairperson, or, in his/her absence, the Vice Chairperson, or another councilmember specifically authorized, shall speak formally for the Council.

### Article III Members

Section 1. Representative Membership: the community will be represented by twelve (12) regular members: eight (8) elected members and four (4) appointed members. Each regular member shall have an alternate to represent their Area or interest in the absence of the regular member. Terms of office for regular members and alternates shall be two years. Regular members shall be limited to two consecutive terms unless no other candidate stands for election or appointment.

Section 2. A qualified candidate for election or appointment shall be over 18 years old and reside in Cambria or San Simeon. Elected members shall reside in the area they represent according to the districts specified in the NCAC Districts Map which is available on the NCAC website. Appointed members shall contribute to and be recognized by the interest they represent.

Section 3. To supervise an independent election, a Community Election Committee (CEC) will be formed to conduct the election. This committee shall be comprised of Council Members, Alternates or members of the general public who will not be standing for election themselves. The CEC will be appointed by the Council at the November meeting. The Council will provide the CEC the required budget and delegate the authority to complete all tasks necessary to conduct the election.

Section 4. Elected members from odd-numbered Areas (1,3,5,7) shall have their terms begin and expire in odd-numbered years; Areas (2,4,6,8) shall have their terms begin and expire in even-number years. Thereby six experienced council members will serve establishing continuity each year.

Section 5. Appointed representatives are from the following concerns: Business, Agriculture,

Environment, and Latino/Latina Outreach. The Business and Latino/Latina representatives' terms shall begin and expire in odd-numbered years, the Agriculture and Environmental representatives' terms shall begin and expire in even-numbered years.

Section 6. The CEC shall prepare an advertisement in the Cambrian and post a notice on the NCAC website asking for a "Call for Candidates" representing the appropriate districts and also for the required appointed representatives for that election year. CEC will obtain approval of the Council for the ad in the regular January Council meeting. The advertisement will be placed in the paper and on the website the following week.

Section 7. The candidates eligible for election must complete and return to the CEC a "Condition of Service" form that specifies the geographical voting area he/she seeks to represent. CEC will then validate that the candidates live in the area that they wish to represent, and present the slate of candidates to the Council at the regular February meeting. The Council will accept the nominated candidates and also approve the official ballots at the March meeting. The candidates' names and the area they represent will be published in the Cambrian and on the website the fourth week of March. The CEC shall establish and publish the election date for the first Tuesday in April.

Section 8. The candidates eligible for appointment must complete and return to the CEC a "Condition of Service" form specifying the interest he/she seeks to represent and return. The candidates will be presented to the council and be considered nominated at the March meeting.

Section 9. Elections will be held in accordance with the Council's Election Code, as amended from time to time. If the Election Code is in conflict with these Bylaws, the terms of the Bylaws shall govern. The Community Election Committee shall secure an independent election site for the election. During election, two CEC members shall be at the site at all times. A secure ballot box shall be present. Hours of election shall be from 10am to 6pm on Election Day. Voters need to provide proper identification to establish which area they are eligible to vote in. They will sign in on a prepared sheet and be given a ballot for the appropriate area. No proxy or absentee voting shall be allowed. The ballot box will be opened at 6pm on Election Day by the two CEC members and one Officer not standing for election to tally and validate all votes.

Section 10. The candidate receiving the most votes in an Area shall be the regular elected member and the person receiving the second most votes shall be the alternate. Ties and challenges to the election results (including requests for recount), shall be resolved at the next regular Council meeting. Neither the Chair, or the Vice Chair, or any other CEC member shall accept such challenges at the time the results are posted.

Section 11. The CEC Chairperson shall present the election results to the council in the April meeting. The Council Chairperson shall receive the election results and provide seating of newly elected and appointed members and new officers. At the same meeting the election of officers and new Committee Chairpersons shall be the last item of business. The outgoing Chairperson shall be responsible for a smooth transition and information exchange to the new Council.

Section 12. The CEC shall notify the media and post the election results in the Cambria library and on the NCAC website.. The election documentation and forms will be kept by the CEC Chair for a minimum of 3 months following the election.

Section 13. Commitment of council members: Members of the council volunteer their time to achieve the mission of the council. All members of NCAC, by virtue of their commitment to NCAC and the acceptance of the responsibility of representing their constituents, agree to:

1. read, understand and abide by the NCAC bylaws, policies and procedures, Rosenberg's Rules of Order and the San Luis Obispo County Community Advisory Council handbook.
2. serve as an officer (if elected) or committee member during their tenure in office

3. take advantage of the annual community advisory council training provided by San Luis Obispo County at least once, if feasible.
4. regularly attend meetings prepared to do business.

Section 14. In the event there are no candidates from a given geographical area, the NCAC shall designate a representative and alternate at the first regular Council meeting following the seating of the newly – elected representatives. Any representative so selected must meet the qualification standards of an elected representative and have submitted a signed “Conditions of Service” form.

Section 15. An Alternate shall be the runner-up to the elected member in each geographical voting area. Nominations of alternates for appointed members, and nominations for alternates to elected members with no existing alternate, may be made by any Council member. Alternates will then be appointed by vote of the Council. No regular voting privileges are to be bestowed upon alternates. If however, an elected or appointed member cannot attend a meeting, his/her alternate may vote in his/her place. In the event of a vacancy caused by the loss of an elected or appointed member, the alternate will fill the vacancy. Any member shall then nominate a qualified new alternate(s) subject to the approval of the Council.

Section 16. Recall of an elected Council member may be held by the constituents of the geographical voting area represented. Upon validation of a petition bearing the signature of ten (10) percent of the eligible voters of the geographical voting area requesting the recall, the Council shall schedule a special election. This special election will determine if that representative of that area shall be recalled. This recall election shall be within sixty (60) days of validation of the petition/s. The Council will determine form and procedure appropriate at the time. If a Council member is successfully recalled, the alternate shall serve the remainder of the original term.

Section 17. An elected or appointed Council member may be removed from office by a two-thirds (2/3) vote of the NCAC for non-compliance with the signed “Condition of Service” or for any conduct that is deemed inappropriate per these Bylaws

#### Article IV Conflict of Interest

Section 1. All NCAC Board Members shall comply with the model Conflict of Interest Code for state and local agencies promulgated by the California Fair Political Practices Commission, set forth in Title 2 California Code of Regulations §18730 et seq, only as enumerated in the following paragraph:

No NCAC Board Member shall make, participate in making, or in any way attempt to use his or her position to influence the making of any decision which he or she knows or has reason to know, will have a reasonably foreseeable material financial effect, distinguishable from its effect on the public generally, on the Board member or a member of his or her immediate family or on:

1. Any business entity in which the NCAC Board Member has a direct or indirect investment worth two thousand dollars (\$2,000) or more;
2. Any real property in which the NCAC Board Member has a direct or indirect interest worth two thousand dollars (\$2,000) or more;
3. Any source of income, other than gifts and other than loans by a commercial lending institution in the regular course of business on terms available to the public without regard to official status, aggregating five hundred dollars (\$500) or more in value provided to, received by or promised to the NCAC Board Member, within 12 months prior to the time when the decision is made;
4. Any organization in which the NCAC Board Member is a director, officer, partner, trustee, employee, or holds any position of management: or
5. Any donor of, or any intermediary or agent for a donor of, a gift or gifts aggregating \$340 or more provided to, received by, or promised to the NCAC Board Member within 12 months prior to the time when the decision is made.

## ARTICLE V COUNCIL OFFICERS

Section 1. Officers. Officers of the Council shall consist of the Chairperson, Vice Chairperson, Treasurer, Recording Secretary, and Corresponding Secretary, elected from the regular members of the council by a majority of a quorum. Chairpersons of standing committees are also officers.

1. The Chairperson shall chair the Executive Committee.
2. Any officer other than the chairperson may hold two offices or an office and a standing or special committee chair.

Section 2. Officer Responsibilities.

1. Chairperson Duties. The Chairperson shall preside over all Council meetings and shall represent the actions of the Council. This officer shall be responsible for making the agenda for the Council's business and sending agendas for general meetings to membership and media.
2. Vice-Chairperson Duties. The Vice Chairpersons shall preside over meetings in the absence of the Chairperson. This officer shall be the Historian of the Council, and maintain a History of news articles from the local paper.
3. Recording Secretary Duties. The Recording Secretary will keep an accurate written record of all the proceedings of the Council, will provide each member with a copy of Minutes of the prior meeting no later than five (5) days prior to the next regularly scheduled meeting, and keep an archive of minutes of past meetings in the event they are needed.
4. Corresponding Secretary Duties. The Corresponding Secretary shall be responsible, as requested, for composing, mailing and filing of all correspondence. In addition, a chronological correspondence report shall be maintained at the Cambria Public Library. The Corresponding Secretary shall provide copies of agendas, minutes and other materials deemed necessary for inclusion in the Cambria Public Library NCAC file. An Addendum covering procedures, forms, form letter, etc. will be developed and maintained for yearly review by the Executive Committee.
5. Treasurer Duties. The Treasurer shall maintain an accurate accounting of all expenditures and income in the Council's account. A current report of the account will be provided at each regular meeting. This officer is also responsible for making regular payments to vendors and reimbursements to Council members and preparing the budget as part of the executive committee.
6. Committee Chair Duties. Committee Chairs shall preside over committee meetings and make written reports and recommendations and present them to the Council at regular monthly meetings. Committee Chair may be a regular or alternate council member.

Section 3. Officer Terms. The term of each elected officer shall be one year, unless the Council approves by a two-thirds majority a successive term for the officer desiring to succeed himself/herself.

Section 4. Election of Officers. Election of officers shall be held, annually, at the end of the regularly scheduled meeting following the Council elections, or such other date as agreed upon by the Council. Officers will take office immediately following their election at the end of the meeting.

## ARTICLE VI COMMITTEES

Section 1. The Executive Committee. The Executive Committee shall meet as needs arise and make reports and recommendations to the Council.

1. The Executive Committee consists of the Chairperson, Vice-Chairperson, Recording Secretary, Corresponding Secretary and the Treasurer.

2. The Executive Committee shall appoint and determine the duties of Standing and Special Committees consistent with the mission of the Council and these bylaws.

Section 2. Standing Committees. There are three (3) Standing Committees: Land Use and Project Review, Traffic and Transportation, and Website.

1. Committee chairpersons shall be nominated and approved by a majority of the Council at the April meeting or such other time as necessary to fill vacancies.
2. Each standing committee will be composed of at least one regular Council member, plus two (2) or more persons chosen from regular Council members, alternate members, or the community-at-large.
3. The number of regular Council members on a committee shall not constitute a quorum of the council.
4. A listing of committee members shall be maintained by the committee chair and changes reported to the recording secretary.
5. Standing committees may only be dissolved by a 2/3 vote of the Council.
6. The number of members of a Standing Committee may be limited by the Committee chair subject to the concurrence of the Council.

Section 3. Special Committees. Special Committees shall be appointed as needs arise by the Executive Committee.

1. Special Committees shall be dissolved when the task for which they were formed is completed.

Section 4. Election Committee. The Election Committee shall be appointed each year at the November meeting and disbanded prior to the start of the next election cycle.

1. The chair of the election committee shall be a Council member or community volunteer who is not a candidate and is approved by the Council.

## ARTICLE VII Council Meetings

Section 1. The Council shall meet on a regular monthly basis at a time and place as determined by the Council.

Section 2. Public notice shall be given stating the time and place of each regularly schedules meeting. A person appointed by the Executive Committee shall post the agenda on the NCAC website and the Cambria Library five (5) days prior to the meeting.

Section 3. The Chairperson may call Special meetings. Notice must be posted and the Council members must be notified at least seventy-two (72) hours in advance. The Chairperson must call a special meeting if three (3) or more members ask for one.

Section 4. Action by the Council requires a vote of the majority (or, in special cases 2/3) of a quorum.

Section 5. Rosenberg's Rules of Order, Revised will prevail in conducting Council business. A parliamentarian may be appointed by the Chair. Ordinary business may be conducted by a quorum of the Council. A quorum will be constituted by the presence of more than fifty (50) percent of regular Council members or, in their absence, their Alternates. No Proxy voting will be allowed. No official business may be conducted unless a quorum is present.

Section 6. A copy of the Minutes of the prior meeting shall be in hands of each Council member and Alternate at least five (5) days in advance of each regularly scheduled meeting. This procedure will also prevail for special “called” meetings, except where time does not permit because of the emergency nature of the called special meeting.

Section 7. When a regular or alternate Council member misses two (2) consecutive meetings without being excused, the Corresponding Secretary shall mail a reminder letter pointing out the possible loss of the Council or Alternate position. Absence of a member from three (3) consecutive regular meetings, unless excused for just cause, shall constitute termination from the Council. If the terminated member is not reinstated by a two-thirds (2/3) vote of the Council members, that member will be deemed to have been removed from office.

Section 8. Such Council member or Alternate member who desires to resign must submit his/her resignation to the Chairperson in writing one (1) month prior to a scheduled Council meeting. This procedure is required to afford the Council opportunity for replacement.

Section 9. All meetings shall be open to the public with a specific segment of at least fifteen (15) minutes set aside at the beginning of the agenda for open public comment on items not otherwise on the agenda.

Section 10. The Council shall hold formal public hearings from time to time in conjunction with County Planning, Engineering, Environmental Coordinator, or General Services. These public hearings will be held when deemed necessary by the Executive Committee or a majority of the Council.

#### ARTICLE VIII Budget and Spending

Section 1. The County Board of Supervisors provide funds for Council business. Each fiscal year the Executive Committee shall develop an application for funds and projected budget for the coming year which will be sent to the County after council approval.

Section 2. A checking account shall be maintained to receive funds from the County and to pay for expenses incurred in the course of Council business. The account shall have as signatories the Treasurer and the Chairperson.

Section 3. Expenditure Policies. It is the policy of the Council that no Member shall sustain personal monetary loss as a result of duties performed in the service of the Council. However, all expenditures and requests for reimbursement shall logically relate to the conduct of Council business and shall be “necessary” to accomplish the purposes of such business and shall be “reasonable” in amount.

1. \$50 or less – An NCAC officer may be reimbursed for purchases of goods or services that are reasonably priced and necessary for Council business without prior Council approval. The officer must present a receipt and cannot be reimbursed for more than \$50 in any 12 month period without prior Council approval.
2. \$51 to \$350 – The Executive Committee may approve expenditures that are reasonable and necessary for Council business. All expenditures without prior approval must be paid directly from the NCAC bank account, either by check or electronic transfer. To be personally reimbursed for amounts over \$51, the expenditure must be approved by the council PRIOR to spending the funds.
3. \$351 and more – The full Council must approve in advance any expenditure. Amounts larger than \$351 must be paid directly from the NCAC account, either by check or electronic transfer.

#### ARTICLE IX—General Policies

Section 1. A Policies & Procedures Manual shall be maintained by the Executive Committee with the advice and consent of the Council. This manual shall outline the policies and the procedures that the Council uses to conduct its activities and the activities of its committees. The Policies & Procedures Manual may be amended or revised at any time by a majority vote of the entire number of North Coast Advisory Council members.

Section 2. The Council will abide by the intent and spirit of the Brown Act and the Fair Political Practices Act.

#### ARTICLE X Amendments

Section 1. Amendments to these Bylaws shall be adopted by a two-thirds (2/3) vote of the elected and appointed Council members, after having been submitted in writing to the members at the previous, regular meeting. An Amendment goes into effect immediately upon adoption, unless the motion to adopt specifies a time to become effective.

#### ARTICLE XI APPROVAL OF BYLAWS

Section 1. These Revised Bylaws supersede all previously adopted/amended Bylaws of the NORTH COAST ADVISORY COUNCIL and are approved as constituted herein. This approval is executed through a unanimous vote of the elected and appointed Council members present on the 16<sup>th</sup> day of September, 2015.

Bruce Fosdike

CHAIRPERSON

Heide Santos

TREASURER

Ted Siegler

VICE CHAIRPERSON

Cesilia Lomeli

CORRESPONDING SECRETARY

Marjorie Sewell

RECORDING SECRETARY

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