

BYLAWS OF
WESTPORT MUNICIPAL ADVISORY COUNCIL

ARTICLE I
Name, Organization and Purpose

SECTION 1.01 Name, Organization and Purpose.

The name, organization and purpose of the Westport Municipal Advisory Council, hereinafter referred to as the Council, is as stated in Resolution No. 07-245 of the Mendocino County Board of Supervisors.

ARTICLE II
Council Members

SECTION 2.01 Qualifications, Number and Term of Office.

(a) The qualification, number and term of office of the Council Members are as stated in Resolution No. 07-245.

(b) The Alternate Member as appointed by the Board of Supervisors shall participate in the discussion and debate at all meetings. The alternate member shall be authorized to vote as specified in Article V, Section 5.06.

SECTION 2.02 Organizational Meeting.

At the first meeting of the Council, the Council Members shall organize by electing from their number a Chair and Vice-Chair. They shall also elect a Secretary and Treasurer from among the members of the Council.

SECTION 2.03 Annual Meeting

Once each year, the Council will meet in an Annual Meeting to elect officers. This will be the primary business of the meeting. Secondary business may be conducted.

ARTICLE III
Meetings

SECTION 3.01 Place of Council Meetings.

The Council Members shall hold meetings at such place in the County of Mendocino, as may be designated in the notice of meeting.

SECTION 3.02 Regular and Special Meeting: Time and Place Notices.

Regular meetings shall be scheduled for the second Thursday of every month beginning with (Month), 2007. Special meetings may be called at any time by the Chair or by three (3) members of the Council. Written notices shall be posted in a public place and mailed or delivered to local media at least seventy-two (72) hours before the time of such meeting. The notice of the meeting shall set forth the time and place of regular and special meetings and the business to be transacted.

SECTION 3.03 Open to the Public.

All regular and special meetings of the Council shall be open to the public as set forth in the Brown Act (Government Code 54950).

SECTION 3.04 Adjournment.

The Council may adjourn a regular or special meeting to a time and place specified in the order of adjournment. Less than a quorum shall adjourn to a time and place certain.

ARTICLE IV
Officers

SECTION 4.01 Presiding Officer.

The Chair shall preside at all meetings of the Council. With the aid of the Secretary the Chair shall prepare the agenda of meetings. Chair shall appoint chairs of committees with the approval of a majority of the Council members and be an ex-official member of any Council committee.

SECTION 4.02 Vice-Chair.

The Vice-Chair shall assist the Chair in the performance of his/her duties and act in replacement of the Chair under circumstances defined by majority of the Council. The Vice-Chair shall assist the Secretary in the establishment and maintenance of any established office of the Council.

SECTION 4.03 Secretary.

The Secretary shall be responsible for keeping and maintaining minutes of meetings of the Council, assisting the Chair in preparing the Agenda and posting, mailing or delivering all public notices to members, the public and the media. The Secretary shall be responsible for maintaining the Council's non-financial records, be in charge of any established office of the Council, and supervise the work of volunteer or paid staff in the office.

SECTION 4.04 Treasurer.

The Treasurer shall manage the disbursement of funds and maintain financial record of the Council in cooperation with the Controller of the County of Mendocino.

ARTICLE V
Conduct of Meetings

SECTION 5.01 Agenda.

- (a) Presentation and Posting of Agendas: All reports, communications, or other matters to be submitted to the Council at a regular meeting shall be delivered to the Secretary not later than 12:00 noon seven (7) working days preceding the meeting. Nothing in this Section shall prohibit the Secretary from providing the Council on or before any regular or special meeting with additional documents not previously delivered to the Council, which pertain to any items on the agenda for its consideration. The Secretary shall prepare the agenda of all such matters in cooperation with the Chair or Vice-Chair. Individual Council members or members of the general public may request that specific items be placed on the agenda by contacting the Secretary or any Council member. The agenda and supporting documents shall be made available to the members of the Council by 5:00 p.m. on the Monday preceding the day of the Council meeting to which the agenda pertains. These documents shall also be made available to the public by posting on the Council's website or by printed copy in a public place.
- (b) Public Input – Non-Agenda Items: Every agenda for a regular meeting of the Council shall provide an opportunity for members of the public to directly address the Council on items of interest to the public that are within the subject matter jurisdiction of the Council. No action shall be taken on any item not appearing on the agenda. Public discussion shall be scheduled to begin at a definite time during the meeting, as posted in the agenda.
- (c) Future Agenda: The Council, having heard public input, shall before adjourning each meeting designate a preliminary agenda for the next meeting and shall confirm or modify the time and place of the next regular meeting. A special meeting may also be arranged by the Council.

SECTION 5.02 Correspondence.

- (a) Availability to the public: Correspondence addressed to the Council and received by the Secretary or any other officer or employee of the Council more than 7 days before a scheduled meeting shall be made available to the public along with the agenda, not later than 5:00 PM on the Monday preceding the day of the next meeting. Correspondence shall not be read aloud at a Council meeting unless requested by a majority vote of the Council. The Secretary shall keep a log of all incoming and outgoing correspondence and make it available at such a meeting. The Council shall be responsive to requests from County agencies for information.
- (b) Authority of the Secretary: The Secretary is hereby authorized to open and examine all mail or other written communications addressed to the Council and to give them immediate attention. All administrative business referred to in such communications, and

not necessarily requiring Council action may be acted upon between meetings. Official correspondence received by a member shall be forwarded to the Secretary.

SECTION 5.03 Minutes: Reading.

Unless the reading of the minutes of a Council meeting is ordered by a majority vote of the Council, such minutes may be approved without reading if the Secretary has included the draft minutes in the agenda package.

SECTION 5.04 Entry of Protests.

Any Council member shall have the right to have the reasons for his/her dissent from his/her protest against any action of the Council entered into the minutes, in the following manner: "I would like the minutes to show that I am opposed to this action for the following reasons. . ."

SECTION 5.05 Voting Procedures.

Roll call voting shall be done at the request of any Council member. In the absence or disqualification of any Council member, the Alternate member shall participate as a member.

Every Council member shall vote unless disqualified by reason of conflict of interest. A Council member who abstains from voting and who is not disqualified for a conflict of interest shall have his/her vote recorded as an aye or a yes.

Tie votes shall be lost motions and may be reconsidered.

SECTION 5.06 Disqualification for Conflict of Interest.

Any member who is disqualified from voting on a particular matter by reason of a conflict of interest shall publicly state, or have the presiding officer state, the nature of such disqualification in open meeting. A member stating such disqualification shall not be counted as a part of a quorum, shall not participate in the debate on the matter and shall be considered absent for the purpose of determining the outcome of any vote on such matter.

SECTION 5.07 Reconsideration of Actions.

A motion to reconsider any action taken by the Council may be made only on the day such action was taken or at the very next meeting. It may be made either immediately during the same session or at a recessed or adjourned session thereof. Such motion may be made only by one of the Council members who voted with the prevailing side of by a member who was absent.

SECTION 5.08 Failure to Attend Meetings.

Any member who fails to attend three (3) consecutive meetings or four (4) meetings within twelve (12) months, of the Council without prior approval of the Chair may be subject to removal by the Board of Supervisors.

SECTION 5.9 Form of Action.

Official motions of the Council shall be in the form of a Resolution and shall include a minority statement unless a unanimous decision is reached. The Council may also prepare reports that discuss the ideas, opinions, and concerns gathered through public discussion at its meetings concerning the matter approved by the Council in the form of a Resolution. Each report shall be approved by a majority vote of the Council. All reports shall be made available to the public.

SECTION 5.10 Committees.

The Council may create Committees composed of less than a quorum of the Council for purposes of carrying out the Duties of the Council as stated in Resolution 07-XXX. Other internal or Ad Hoc committees shall be established as the Council determines.

ARTICLE VI

Amendment of the By-Laws

SECTION 6.01 Required Majority.

These By-Laws may be amended by the affirmative vote of a majority of Council members.

SECTION 6.02 Procedure:

Amendments to the By-Laws shall be circulated to the Council members at least 14 days in advance of the day of the meeting at which they are voted on.