



[THE FOLLOWING PROPOSED CHANGES WERE APPROVED ON A 5-0 VOTE BY GMAC ON 3-12-20. THEY WILL BE CONSIDERED FOR FINAL ADOPTION ON 4/2/20.]

**BYLAWS OF THE
GUALALA MUNICIPAL ADVISORY COUNCIL
(GMAC)**

(Adopted: 6 November 2003)

(Amendments Approved: 4 March and 1 July 2010)

(Further Amendments Approved: XXXXXXXX 2020)

ARTICLE I

Name, Organization, and Purpose

SECTION 1.01 Name, Organization, and Purpose

The name, organization, and purpose of the Gualala Municipal Advisory Council are as stated in Resolution No. 91-076 of the Mendocino County Board of Supervisors and guided by state ethics and open meetings laws.

Section 1.02 Amended Bylaws

These amended bylaws shall supersede any and all bylaws, policies, and established practices adopted previously by the Council. They may be further amended as provided under Article VII.

ARTICLE II

Council Members

SECTION 2.01 Qualifications, Number, and Terms of Office

~~(a)~~ a. As stated in Resolution No. 91-076 of the Mendocino County Board of Supervisors, the Council shall be appointed by the Board of Supervisors and shall consist of seven (7) persons residing within the geographic area shown in Exhibit A. Three (3) of the Council Members would be appointed for two (2) year terms and four (4) of the Council Members would be appointed for three (3) year terms.

~~(b)~~ b. Following completion of initial terms, the term of office for Council Members is four (4) years.

~~(c)~~ c. A Council Member may apply for reappointment at the conclusion of a membership term.

~~(d)~~ d. There shall be one (1) Alternate Member of the Council at all times. The Alternate Member shall be appointed by the Board of Supervisors under the same qualifications and term as a regular Council Member.

~~(e)~~ e. ~~The Alternate Member shall fill a vacancy created by a resignation or dismissal of a regular Council Member.~~

The Alternate Member shall participate in the discussion and debate at all meetings, and may cast a vote if a regular Council member is absent or otherwise precluded from voting.

~~(f)~~ f. ~~The Alternate Member shall become a regular member of the Council to fill a vacancy created by a resignation or dismissal of a regular Council Member. Voting qualifications for the remainder of that Council member's term. Alternate Member are stated in Article V, Section 5.06.~~

ARTICLE III

Meetings

SECTION 3.01 Place of Council Meetings

The Council Members shall hold meetings at such place within the geographic area shown in Exhibit A as may be designated in the notice of meeting.

SECTION 3.02 Organizational Meeting

At an appropriate meeting of the Council, the Council Members shall organize by electing from their number a Chair, Vice Chair, and Treasurer. The Council may reorganize itself as needed due to the departure of an existing officer, or if so requested by a two-thirds vote of the remaining members~~chair, Secretary, and Treasurer.~~

SECTION 3.03 Regular and Special Meetings, Meeting; Time and Place, ~~;~~ ; Notices

Regular meetings shall be scheduled for the first Thursday of every month, unless otherwise specified by the Chair and Administrative Secretary due to holidays or other unusual considerations. Special meetings may be called at any time by the Chair, or in the Chair's absence, the Vice Chair or ~~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, except in the case of an emergency, in which case a twenty-four (24) hour notice would be required. The notice of the meeting shall set forth the time and place of regular and special meetings and the business to be transacted.

SECTION 3.04 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. Executive sessions may be scheduled as permitted under the Brown Act. (Government Code Section 54950)

SECTION 3.05 Adjournment & Continuance

The Council may recess to continue adjourn a regular or special meeting to a time and place specified in the motion order of adjournment. If Council Member attendance at the continued meeting equals or less than a quorum, the meeting shall adjourn to a time and place certain of a quorum or will result in final adjournment.

ARTICLE IV

Officers

SECTION 4.01 Presiding Officer and Chair

The Chair shall be the presiding officer, preside at all meetings of the Council. With the aid of the Administrative Secretary and Vice Chair, the Chair shall prepare the agenda for of meetings. The Chair shall appoint chairs of committees, with the approval of a majority of the Council Members, and may sit as an ex-officio member of any Council committee provided the Chair's presence does not exceed a quorum of the full Council.

SECTION 4.02 Vice Chair-chair

The Vice Chair-chair shall assist the Chairchair in the performance of their/his/her duties and act in replacement of the Chair if under circumstances defined by majority of the Council. The Vice chair shall assist the Chair is unable to participate due to absence, incapacitation, recusal, or other reasons. In Secretary in the absence establishment and maintenance of the Chair, established office of the Vice Chair may sit as an ex-officio member of any Council Committee provided the total number of Council members present does not exceed a quorum of the full Council council.

SECTION 4.03 ~~Secretary~~

a. ~~SUPERVISION RECEIVED:~~

~~Council Administrator is responsible to the Council Chair. As sanctioned by the Council Chair or, when appropriate, a majority vote of the Council, the Council Secretary may perform tasks/duties independent of the direct supervision of the Chair or greater Council; however, the Chair and/or Council must be kept updated on all projects in process and completed by the Council Secretary; this, unless directed otherwise, will transpire at each regularly scheduled monthly GMAC meeting.~~

b. ~~ESSENTIAL DUTIES AND RESPONSIBILITIES:~~

Council Secretary shall:

- ~~Administer all documents, correspondence, and records of the GMAC.~~
- ~~Serve as central communications and information source between the Council and the public.~~
- ~~Maintain a file of maps and graphic records as reference for Council Activities.~~
- ~~Supervise and work closely with Council Administrator (Recording Secretary) in every sector of their duties and responsibilities.~~
- ~~Be responsible for preparing annual review of the Council Administrator (Recording Secretary).~~

c. ~~CORRESPONDENCE:~~

Council Secretary shall:

- ~~Provide copies of correspondence to Council Members, as appropriate.~~
- ~~Prepare and itemized report of correspondence for posting and filing with the minutes at each regular meeting.~~

d. ~~GMAC AGENDAS:~~

Council Secretary shall:

- ~~Prepare agenda for each regular and special meeting in conjunction with the Council Chair.~~
- ~~Post copy of agenda, as legally required, at the designated meeting place, and at the local Gualala post office.~~
- ~~Prepare a news release for each regular, special, and GMAC-sponsored meeting/event, deliver/e-mail it to all parties that have requested placement on the GMAC Press Release Notification List.~~

e. ~~PROJECT SUBMITTALS:~~

Council Secretary shall:

- ~~Distribute copies of all projects submitted for GMAC review to each Council Member.~~
- ~~Following a project's hearing, at a GMAC meeting, write and receive letter content from designated Council Member, as approved by a vote of the Council. Said content to be proofread for accuracy, applied to the GMAC approved referral letter template, adding, among other details, project description and Council vote, and sent to the designated "Project Coördinator" and the GMAC website.~~

SECTION 4.04

Treasurer

The Treasurer shall keep and maintain the financial records of the Council by recording in the Council's general ledger all bills to be paid and submitting them in a timely manner to the Mendocino County Auditor for payment, entering in the Council's general ledger all financial reports received from the Mendocino County Auditor, balancing the Council's general ledger, and preparing and presenting a financial report at each Council meeting.

SECTION 4.04 ~~Administrative Secretary, or 05~~ Administrator

a. GENERAL PURPOSE:

~~The Administrative Secretary, (the "Administrator"), is an employee who does not sit as a member the Council but performs~~ Perform a variety of routine and complex clerical, secretarial, and administrative work. These duties to include keeping official records, providing administrative support to the GMAC Members, and assisting in the administration of the standard operating policies and procedures of the Council.

b. SUPERVISION RECEIVED:

~~The Council~~ Administrator shall ~~a report to work under close supervision of~~ the Council ~~Chair~~ Secretary.

c. ESSENTIAL DUTIES AND RESPONSIBILITIES:

- ~~_____~~ Performs routine clerical and administrative work
- ~~_____~~ Responds to citizens and others, and refers, when necessary, to appropriate persons.
- ~~_____~~ Assists in the procurement of necessary Council materials and supplies.
- ~~_____~~ Receives, stamps, and ~~relays~~ distributes incoming mail to the Council ~~or appropriate Council member~~ Secretary and Treasurer; sends out notifications to applicants of hearing/meeting date(s) for Agency-referred projects; ~~take~~ transcribes notes of meetings and copies for distribution.
- ~~_____~~ Prepares Council minutes for regular and special meetings using recording devices and notes. ~~Makes~~ Transcribes and makes draft copies for distribution to ~~Council~~ Council Members for their comments, corrections, omissions, and errors. Presents the final draft minutes for Council approval at ~~a~~ each subsequent regularly-scheduled, monthly, public meeting. Sends approved minutes to appropriate County and governmental departments/agencies.
- ~~_____~~ Composes, types, and distributes a variety of correspondence upon the direction of ~~the Chair~~ Council Members and/or council Secretary.
- ~~_____~~ Inputs electronic files regarding status of permit applications and Council Member assignments.
- ~~_____~~ Arranges meeting venues, as required, ~~to support Council members or committees.~~
- ~~_____~~ Acts as custodian of Council documents and records. Establishes and maintains filing systems. ~~using modern independent judgment.~~ Refers all Public Records Act requests to the Council ~~Chair~~ Chairperson and/or Vice Chair ~~Council Secretary.~~

• _____ Files with the Treasurer each month (or as necessary) a record of their/his/her expenses for reimbursement. Retain receipts and diaries for the record.

ARTICLE V

Conduct of Meetings

SECTION 5.01 Agendas~~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 Administrator~~Secretary~~ not later than twelve noon (12:00 p.m.) seven (7) working days preceding the meeting. Nothing in this Section shall prohibit the Administrator~~Secretary~~ from providing the Council, on or before any regular or special meeting, with any additional documents not previously delivered to the Council that pertain to any items on the agenda for its consideration provided such notification does not violate the Brown Act

~~(a)~~ -

The Administrator ~~Secretary~~ shall prepare an agenda of all such matters in cooperation with the Chair or Vice Chair~~chair~~. Individual Council Members or members of the general public may request that specific items be placed on the agenda, subject to approval of the Chair.~~-~~ The agenda and supporting documents shall be made available to the members of the Council at least three full days, or 72 hours, before by 5:00 p.m. on the Monday proceeding the day of the~~day of the~~ Council meeting to which the agenda pertains~~pertain~~.

~~(b)~~ 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 substantive discussion shall be allowed and no~~No~~ action shall be taken on any item not appearing on the agenda.

SECTION 5.02 Correspondence

~~(a)~~ a. _____ Availability to the Public: Correspondence addressed to the Council and received by the Administrator~~Secretary~~, or any other officer or employee of the Council, shall become a public record when received by the Council. Correspondence shall not be read aloud at a Council meeting unless requested by a majority vote for the Council. The Administrator~~Secretary~~ shall keep a log of all incoming and outgoing correspondence and make it available at each meeting.

~~(b)~~ b. _____ Authority of the Administrator~~Secretary~~: The Administrator~~Secretary~~ is hereby authorized to open and examine all mail or other written communications addressed to the Council and to give them immediate action. All administrative business referred to in such communications, and not necessarily requiring Council action, may be acted upon between meetings. Substantive~~Official~~ correspondence received by a Council Member shall be forwarded to the Administrator. The

Administrator may share the correspondence with the Chair as needed and is required to do so if it appears the Chair's timely review would best serve the purpose of the Council 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 Administrator Secretary has previously furnished each Council Member with a copy.

SECTION 5.04 Entry of Protests

Any Council Member shall have the right to have the reasons for their/his/her dissent from, or their/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 Roll Call Voting

Roll call voting shall be at the discretion of the Chair or if requested by a council member.

SECTION 5.06 Voting Procedure and

~~In the absence or disqualification of any Council Member, the Alternate Member shall participate as a member.~~

~~SECTION 5.07 Voting Procedure: Disqualification~~

Any Council 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 Council Member stating such disqualification shall not be counted as part of a quorum, shall not participate in the debate on the matter, and shall be recused~~considered absent~~ for the purpose of determining the outcome of any vote on such matter.

~~SECTION 5.07 Requirement 08 Failure to Vote or Abstain~~

Every Council Member present shall vote unless disqualified by reason of a conflict of interest. A Council Member who abstains from voting, who is not disqualified for a conflict of interest, shall have their/his/her vote recorded as an abstention. ~~aye or a yes.~~

SECTION 5.0809 Tie Votes

Tie votes shall be lost motions and may be reconsidered under Section 5.09.

SECTION 5.0910 Changing Votes: ~~Abstention~~

A Council Member may change their/his/her vote or abstention only if they make he/she makes a timely request to do so immediately following the announcement of the vote by the Administrator or Chair Secretary and prior to the time the next item in order of business is addressed. ~~A Council Member who publicly announces he/she is abstaining from voting on a particular matter shall not subsequently be allowed to withdraw his/her abstention.~~

SECTION 5.1011 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 ~~continued session, adjourned session thereof. Such motion may be made only by one of the Council Members who voted with the prevailing side or by a Council Member who was necessarily absent.~~

SECTION 5.1112 Electronic Attendance at Meetings

Electronic attendance of a meeting via a telephone conference call, ~~Skype~~-computer connection, or other technology may be allowed ~~in cases of hardship if a request is received seven (7) calendar days prior to a meeting and~~ with the advanced permission of the Chair. ~~This will pertain to Council members, applicants, Chairman and the technology engineer enabling the connection. Only property owners and/or their representatives, and public officials with business on the agenda before the Council may be allowed this access to meetings and only if they live more than a four hour drive and/or two hundred (200) miles from the designated meeting place.~~

SECTION 5.1213 Failure to Attend Meetings

Any Council Member who fails to attend three (3) meetings of the Council without prior approval of the Chair may be subject to removal by the Board of Supervisors.

SECTION 5.1314 ~~Form of Action~~

~~Official actions of the Council shall be in the form of a Resolution and shall include a minority statement unless waived by a unanimous decision of that minority.~~

SECTION 5.15 Committees

The Council Chair may create Standing and/or Ad Hoc committees composed of less than a quorum of the Council for purposes of carrying out Duties of the Council between regular Council meetings as stated in Resolution 91-076 of the Mendocino County Board of Supervisors. The Council Chair will designate one committee member as Committee Chair.

Standing Committees, which are required to follow all aspects of the Brown Act, shall be formed to address specific issues that are likely to be of ongoing concern to the Council throughout its lifespan. Examples might include, but are not limited to, such matters as zoning, economic development, utilities, and housing.

Ad Hoc committees, which are not required to follow all aspects of the Brown Act, shall be appointed by the Chair to address issues that are likely to be of concern for a period of time but not permanently. Examples might include, but are not limited to, preparation of Emergency Response Plans, a major road project, or establishing/reviewing Council policies.

Both Standing and Ad Hoc Committees may be dissolved at any time by the Chair upon the finding that the committee's work has concluded.

The Chair of every committee shall make a report on actions taken and substantive meetings held between regular meetings of the Council, file memos to document their actions, and advise the Council of near-term committee plans that may be of interest to the full Council.

~~Other internal or Ad Hoc committees shall be established as the Council determines.~~

ARTICLE VI

Procedures for Public Hearings

Section 6.01 Public Hearings

When the Administrator is notified of a matter that invites Council review, the Administrator will add that matter to the agenda for the next GMAC hearing and notify the public per standard procedure. This shall pertain to, but is not limited to, all Coastal Development Permits, Timber Harvest Plans, or other projects or other issues affecting the Gualala jurisdictional area.

At the next regular meeting, when that item appears on the agenda, the Chair will assign the issue for review by one or more Council members. They will investigate the matter and prepare to report back on their findings at the next scheduled meeting when the matter again appears on the agenda for a Review Hearing.

The Administrator will notify the applicant that the matter is under review and will tell the applicant when the matter is likely to be discussed in a Review Hearing by the full Council so that applicant may make plans to attend the hearing. Such notification shall take place at least 14 calendar days prior to the said hearing. Council members assigned to the project may also contact the applicant, or vice versa, if necessary to understanding the project.

At the Review Hearings, the applicant will be identified by the Chair and asked to sit in the front of the room before the Council to facilitate communication. The applicant will then have no more than 30 minutes to speak in favor of their application or notify the Council of any updates. The Council members who investigated the project will then make a succinct presentation. If the applicant is absent, the Council will proceed without them.

Following these presentations, members of the public shall have up to three minutes each to address the application, directing their comments to the full Council. Council members should allow the members of the public to complete their statements. Public statements may continue for up to 60 minutes unless the period is extended by the Chair.

After public comments are heard, the Council will initiate its own discussion, including the ability to direct questions to the applicant and/or members of the public who spoke to the issue. Council members will restrict their attention to the circumstances of the permit under consideration. The Council discussion may continue for up to 30 minutes and may be extended by the Chair if warranted.

When the Council members complete their questioning, the public hearing on that matter will be closed by the Chair. At that point, Council members may further deliberate on the matter among themselves

until a member makes a motion for action. Council members also may make a motion to re-open the public hearing for the purpose of clarifying specific questions.

Once a motion is pending, Council discussion must stop immediately and the Chair will call for a second. If there is no second, the motion will die and the Council discussion will resume. When a motion is made and seconded, and a vote is conducted, the Administrator record the tally and, subsequently, report the action in the Council Minutes.

The Council member(s) who initially reviewed the project will then notify the relevant agency of the Council's action on the matter. A copy of that notification shall be sent to the Administrator and recorded in the Council archives.

ARTICLE VII

Amendment of the Bylaws

SECTION 76.01 Required Majority

These Bylaws may be amended by the affirmative vote of two-thirds majority of the~~five (5)~~ Council Members under Section 7.02.

SECTION 76.02 Procedure

Amendments to the Bylaws shall be circulated to Council Members and posted for Public Review on the Council's Website at least fourteen (14) days in advance of the meeting at which they are to be voted. A plan to vote on Bylaw changes shall be included on the agenda for that meeting.