

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

(Adopted: 6 November 2003)
(Amendments Approved: 4 March and 1 July 2010)
(Further Amendments Approved: 14 May 2020)

**ARTICLE I
Name, Organization, and Purpose**

SECTION 1.01 Name, Organization, and Purpose

The name, organization, and founding purpose of the Gualala Municipal Advisory Council are as stated in Resolution No. 91-076 of the Mendocino County Board of Supervisors. The Council shall be ~~and~~ guided by Mendocino County Policy #51, Mendocino County Conflict of Interest Code and California State ethics and open meetings laws, including but not limited to the Brown Act, commencing with California Government Code section 54950.

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. As stated in Resolution No. 91-076 of the Mendocino County Board of Supervisors, the Council shall be appointed by the Mendocino County 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. Following completion of initial terms, the term of office for Council Members is four (4) years.
- c. A Council Member may apply for reappointment at the conclusion of a membership term.
- d. There shall be always one (1) Alternate Member of the Council. The Alternate Member shall be appointed by the Mendocino County Board of Supervisors under the same qualifications and term as a regular Council Member.
- e. 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. ~~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 for the remainder of that Council Member's term.~~ Vacancies shall be filled as outlined in Policy #51 by nomination made by the Supervisor of the District and approved by a majority of the Board.

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 Annual Organizational Meeting

At ~~the first an appropriate~~ meeting of the Council in the calendar year, 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.

SECTION 3.03 Regular and Special Meetings, 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 a majority 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. Closed 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 a regular or special meeting to a time and place specified in the motion of adjournment. If Council attendance at the continued meeting equals 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 at all meetings of the Council. ~~With the aid of the Administrative Secretary and Vice Chair, the Chair shall prepare the agenda for meetings. The Chair shall appoint chairs of the Council's committees 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

The Vice Chair shall assist the Chair in the performance of their duties and act in replacement of the Chair if the Chair is unable to participate due to absence, incapacitation, recusal, or other

Commented [CS1]: Either Chair or Secretary should be responsible for Agenda (one member/officer only). If this is a task performed by group, there may be Brown Act issues (see further comments in Secretary section).

reasons. In the absence of the Chair, the Vice Chair may sit as an ex-officio member of any Council Committee provided the total number of Council Member's present does not exceed a quorum of the full Council.

SECTION 4.03 Treasurer

All funds budgeted for operation of the committee are included in the budget of Mendocino County Planning and Building Department, or such other department as the Board of Supervisors may designate. 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 Department of Planning and Building for approval and~~ 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 Administrator

- a. ~~General Purpose: The Administrative Secretary, (the "Administrator"), is an employee who does not sit as a Member of the Council but performs 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 Administrator shall report to the Council Chair.~~
- e. ~~Essential Duties and Responsibilities:~~
 - i. ~~Performs routine clerical and administrative work.~~
 - ii. ~~Responds to citizens and others, and refers, when necessary, to appropriate persons.~~
 - iii. ~~Assists in the procurement of necessary Council materials and supplies.~~
 - iv. ~~Receives, stamps, and relays incoming mail to the Council or appropriate Council Member; sends out notifications to applicants of hearing/meeting date(s) for Agency referred projects and takes notes of meetings and copies for distribution.~~
 - v. ~~Prepares Council minutes for regular and special meetings using recording devices and notes. Makes draft copies for distribution to Council Members for their comments, corrections, omissions, and errors. Presents the final draft minutes for Council approval at a subsequent regularly scheduled, monthly, public meeting. Sends approved minutes to appropriate County and governmental departments/ agencies.~~
 - vi. ~~Composes, types, and distributes a variety of correspondence upon the direction of the Chair.~~
 - vii. ~~Inputs electronic files regarding status of permit applications and Council Member assignments.~~
 - viii. ~~Arranges meeting venues, as required, to support Council Members or committees.~~
 - ix. ~~Acts as custodian of Council documents and records. Establishes and maintains filing systems. Refers all Public Records Act requests to the Council Chair and/or Vice Chair.~~
 - x. ~~Files with the Treasurer each month (or as necessary) a record of their expenses for reimbursement. Retains receipts and diaries for the record.~~

Commented [CS2]: MACs do not have the ability to employ personnel or enter contracts. The Secretary is usually an officer/Member of the MAC.

Commented [CC3R2]: Comment is correct. The MAC has not ability enter contract, spend money, or hire employees. All staffing issues are handled by the Department and the Board.

A new section is needed. Charlotte, please find a sample of the secretary as a Board officer.

ARTICLE V Conduct of Meetings

SECTION 5.01 Agendas

- 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.

The ~~Administrator~~ Secretary shall prepare an 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, subject to approval of the ~~Chair~~ Secretary. The agenda and supporting documents shall be made available to the Members of the Council at least three full days, or 72 hours, before the Council meeting to which the agenda pertains.

- 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 action shall be taken on any item not appearing on the agenda.

Commented [CC4]: Modified with assumption that the secretary will be a Board officer. Present Brown Act issues if secretary works with Chair (they become a standing committee). Need to pick which official is responsible for the agenda--can be either the Chair or the secretary.

SECTION 5.02 Correspondence

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

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 has previously furnished each Council Member with a copy~~ 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 their dissent from, or their 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 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 for the purpose of determining the outcome of any vote on such matter.

SECTION 5.07 Requirement 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 vote recorded as an abstention.~~

SECTION 5.08 Tie Votes

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

SECTION 5.09 Changing Votes

A Council Member may change their vote or abstention only if they make a timely request to do so immediately following the announcement of the vote by the Administrator or Chair and prior to the time the next item in order of business is addressed.

SECTION 5.10 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.

~~**SECTION 5.11 Electronic Attendance at Meetings**~~

~~Electronic attendance of a meeting via a telephone conference call, computer connection, or other technology may be allowed in cases of hardship with the advance permission of the Chair. This will pertain to Council Members, applicants and/or their representatives, and public officials with business on the agenda before the Council.~~

SECTION 5.12 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 Mendocino County Board of Supervisors.

Commented [CS5]: Need to readjust the numbering if the deletion of the previous section is accepted.

SECTION 5.13 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 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.

**ARTICLE VI
Procedures for Public Hearings**

SECTION 6.01 Public Hearings

~~When the Administrator is notified by the relevant government agency of a matter that invites Council review, comment, 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 use permits or discretionary projects or issues affecting the Gualala jurisdictional area.~~

~~At the next regular meeting, when that item appears on the agenda, the Chair will assign the issue matter for review by one or more Council Members. They will investigate the matter and prepare to report on their findings at the next scheduled meeting when the matter again appears on the agenda for a Review Hearing. The Administrator/Secretary will notify the applicant and/or their representative 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 and/or their representative 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 and/or their representative, or vice versa, if necessary, to understanding the project.~~

Commented [CC6]: This is going to cause a lot of confusion, and I recommend deletion. While the desire to create a clear procedure is admirable, the MAC commentary on a pending application is not a "public hearing," and calling it one is likely to confuse or mislead the applicant and the public.

Many of these applications are statutorily required to have public hearings before the Planning Commission, Coastal Permit Administrator, or other authority. Referring to the MAC's discussion as "public hearing," and using processes modeled after those hearings, invites confusion and unnecessarily procedural disputes.

I recommend leaving this section out, and not using this language or process in the future. When these items are heard, it should be clear that the purpose of the MAC's agenda item is purely to provide comment from the MAC, which will be transmitted to relevant decision maker. This helps clarify that, while the MAC's comments will be presented at the actual public hearing, the MAC meeting is not intended to serve that statutory purpose, and there will still be an opportunity for the public to address the decision make directly.

~~At the Review Hearings, the applicant and/or their representative will be identified by the Chair and asked to sit in the front of the room before the Council to facilitate communication. The applicant and/or their representative 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 and/or their representative 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 their representative, 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 shall 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 7.01 Required Majority

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

SECTION 7.02 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.

Commented [CC7]: May need to address this. Most committees have their bylaws approved by the Board. Need to check if this is consistent with the organizing document.