

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)
Amended: 2 May 2024

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 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 always be 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. 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 meeting of the Council in the calendar year, the Council Members shall organize by electing from their number a Chair, Vice Chair, Secretary, and Treasurer. The Council shall elect a new Officer to fill any Officer position that has become vacant. The Council may reorganize itself if requested by a majority of the Members and approved by a two-thirds majority of the 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 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 regular or special 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 deemed likely to achieve 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. The Chair may sit as an ex-officio member of any Council committee, provided the Chair's presence does not exceed the quorum of the full Council.

The Chair shall determine and distribute meeting agendas in a timely fashion. 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 the Council meeting to which the agenda pertains.

SECTION 4.02 Vice Chair

The Vice-Chair shall assist the Chair in the performance of their duties and preside over the Council when the Chair is absent or subject to recusal.

SECTION 4.03 Treasurer

All funds budgeted for operation of the Council 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 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 Secretary

The Secretary shall have the following duties and responsibilities (and may be assisted by staff or contractors if assigned by Mendocino County Planning and Building Services):

Responds to citizens and others, and refers, when necessary, to appropriate persons.

Assists in the procurement of necessary Council materials and supplies.

- a. 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.
- b. Prepares Council action minutes for regular and special meetings. 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.
- c. Composes, types, and distributes a variety of correspondence upon the direction of the Chair.
- d. Inputs electronic files regarding status of permit applications and Council Member assignments.
- e. Arranges meeting venues, as required, to support Council Members or committees.
- f. Ensures that agendas and other documents as required by the Brown Act are made available to the public (physically and electronically), at times as specified by the Act.
- g. Reviews the County website to determine whether there are permits or other matters that require addition to the agenda for Council review.
- h. Provides appropriate documents and records to Mendocino County Planning and Building Services. Refers all Public Records Act requests to the Council Chair and/or Vice Chair.

ARTICLE V

Conduct of Meetings

SECTION 5.01 Agendas

- a. **Presentation and Posting of Agendas:** All reports, communications, agendas, or other matters to be submitted to the Council at a regular meeting shall be delivered to the Secretary not later than twelve noon (12:00 p.m.) seven (7) calendar 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 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.
- b. **Public Input on 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 but not on the agenda. No substantive discussion shall be allowed, and no action shall be taken on any item not appearing on the agenda. Each public comment is limited to no longer than 3 minutes.

SECTION 5.02 Correspondence

Correspondence addressed to the Council and received by the Secretary, or any other officer or member 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 Secretary shall keep a log of all incoming and outgoing correspondence and make it available at each meeting.

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 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." Any such dissent or protest shall be limited to 3 minutes.

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, unless disqualified by reason of a conflict of interest, shall vote or provide a reason for abstention. 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 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. A motion to reconsider may only be moved by a member who voted with the prevailing side on the original action.

SECTION 5.11 Remote Participation at Meetings

Remote participation by Council Members, (also known as “Teleconference” under the Brown Act), may be supported, if in compliance with California law, including, but not limited to, the Brown Act and any amendments thereto.

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.

SECTION 5.13 Committees

Standing and/or Ad Hoc committees composed of any number of members 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, may be created by the Council Chair with the approval of the Council, or by majority vote of the Council. Committees may be dissolved at any time by majority vote of the Council. The committee members may 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 formed to address issues that are likely to concern a limited purpose for a limited duration 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.

The committee shall make a report on actions taken and substantive meetings held between regular meetings of the Council, and advise the Council of near-term committee plans that may be of interest to the full Council. Ad Hoc committees are encouraged to conclude their business at the end of each calendar year but may be extended at the recommendation of the committee and approval of the Council.

ARTICLE VI

Procedures for Council Review

SECTION 6.01 Council Review

The Council shall advise the Board of Supervisors on matters affecting the jurisdictional area of GMAC, as delineated in Mendocino County Resolution 91-076.

When the Secretary determines that an item may merit Council Review, they will request that the Chair add that item to the agenda for the next regular meeting. For each of those items, the Council will decide whether it can act on an advisory report with available information.

- a. If such an advisory report is acted upon, the Secretary shall communicate that report to the County using the appropriate mechanism for that item.
- b. If the Council determines that further information-gathering is required before an advisory report can be approved, that item shall be assigned to one or more members of the Council to organize further review as appropriate. The item shall be added to the following agenda for further discussion and potential approval of an advisory report.

Any viewpoints expressed during Council Review or in any advisory report are solely those of GMAC, and on behalf of the greater Gualala jurisdictional community, and do not necessarily represent the official position of Mendocino County.

ARTICLE VII

Amendment of the Bylaws

SECTION 7.01 Required Majority

These Bylaws may be amended by the affirmative two-thirds majority vote 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. Council bylaws shall be subject to review and concurrence by the Board of Supervisors.