

**MARINWOOD COMMUNITY SERVICES DISTRICT
EMERGENCY SERVICES SUCCESSION COMMITTEE BYLAWS**

Approved by Board of Directors: 09/12/2017

ARTICLE I – NAME

This Committee shall be designated the Marinwood Community Services District Emergency Services Succession Committee, referred to hereinafter as the “Committee.”

ARTICLE II – PURPOSE AND AUTHORITY

The Committee is a temporary advisory body to the Marinwood Community Services District Board of Directors (Board) and exercises particular powers as delegated by the Board. The Committee shall analyze the Marinwood CSD’s current and forecast financial condition and recommend alternatives for continuing to provide operationally sound and financially affordable emergency services for our covered communities to the Board of Directors for consideration and implementation. The Board, as the legally-constituted body under State law, retains power of final review and decision. The Committee will disband upon completion of this work as determined by the Board.

ARTICLE III – COMMITTEE MEMBERS’ RESPONSIBILITIES

Members shall:

1. Attend Committee meetings.
2. Assume responsibility for investigation of specific items as assigned by the chairperson(s).
3. Present investigative findings to the Committee for consensus agreement or further refinement.
4. In cooperation with other Committee members, develop and recommend to the Board a long-range plan for the future delivery of fire protection and emergency services to District residents.
5. Perform other such duties as may be directed by the Board.

ARTICLE IV – STRUCTURE

A. MEMBERSHIP

The members of the Committee individually, “member”, collectively “members” shall consist of as many as but not exceeding nine (9) members. Members shall be made up of the following:

- Two active Board Directors
- Two active Fire Commissioners
- Fire Chief
- District Manager
- One active full time Marinwood safety group employee
- One District resident not associated with any other specified member provisions
- One at-large member

B. APPOINTMENT TERMS AND PROCESS

The following members shall be considered standing members:

- Fire Chief
- District Manager

The following members shall be appointed directly by the Board during a regular board meeting:

- Two active Board Directors

The following members shall be appointed directly by the Committee Co-Chairs during a regular committee meeting:

- Two active Fire Commissioners
 - The Co-Chairs may seek the recommendation of these individual members from the Fire Commission

The following member shall be appointed directly by the safety employee group:

- One active full time Marinwood safety group employee

The following members shall be appointed by the Committee Co-Chairs during a regular committee meeting and subject to an open and public application process:

- One District resident not associated with any other specified member provisions
- One at-large position

C. VACANCY, RESIGNATIONS AND REMOVAL

Upon the Board approval of Committee formation, District staff will post a notice of all committee vacancies subject to the application process on, at a minimum, District’s website as well as utilize District email lists and neighborhood social media websites to encourage applications. Notices will include general information about the Committee, position(s) available for appointment, as well as instructions on how to express interest in becoming an appointed member. All applications

received shall be presented to the Committee Co-Chairs at a regular committee meeting for formal selection and appointment of vacant position(s).

Any non-standing appointed member may resign by giving written notice to the Committee Co-Chairs. Non-standing members shall be subject to removal by the affirmative vote of five members of the Committee. Any such vacancy of members appointed directly by the Board will result in reappointment at the next regular Board meeting. Any such vacancy of members appointed directly by the Co-Chairs will result in reappointment at the next regular committee meeting. Any such vacancy of members subject to the application process shall result in the public notice process as described previously.

D. CHAIRPERSON

The two active Board Director members as appointed by the Board shall be deemed to serve as Co-Chairpersons of the Committee.

1. DUTIES OF THE CHAIRPERSON

- a. Preside over meetings of the Committee, utilizing and maintaining Rosenberg's Rules of Order.
- b. Prepare agendas for Committee meetings.
- c. Prepare meeting minutes for each meeting conducted.
- d. Report to the Board at each regular board meeting the actions, status and future initiatives of the Committee.
- e. Assign special duties and responsibilities to other members of the Committee.
- f. Call special meetings if necessary to discuss extraordinary issues.
- g. Act as official spokesperson for the Committee.

ARTICLE V – MEETINGS

A. TIME AND PLACE

The Committee shall hold regular meetings the first Tuesday of the month at 5:30 PM in the small classroom at the Marinwood Community Center, unless otherwise necessary. Public notice of all meetings shall be given in accordance with the provisions of The Ralph M. Brown Act. The meetings shall be open to the public.

B. SPECIAL MEETINGS

Special meetings may be called by the Chairperson, by five members of the Committee, or by the Board. Public notice of all meetings shall be given in accordance with the provisions of the Ralph M. Brown Act. The meetings shall be open to the public.

C. ATTENDANCE

Committee members are required to attend all regular and special meetings. Members shall notify the Chairpersons first and if unavailable then the District Manager of any expected absence by 5:00 p.m. the day prior to all regularly scheduled meetings.

In addition to attending the regular monthly Committee meetings, Members are encouraged to attend meetings of the Board.

D. AGENDA

The agenda of the regular meeting shall be in compliance with the Ralph M. Brown Act and shall include, but is not limited to, the following:

1. Call to Order
2. Review of the Agenda
3. Public Comment on Non Agenda items
4. Approval of the draft minutes from the prior Committee meeting
5. Updates and/or presentation of findings by individual members
6. Assignment of future tasks
7. Adjournment

E. QUORUM, VOTING AND ACTION

The Committee acts as a body, not as individuals. A quorum consisting of a majority (5) of Members is required to take any action. Action of the Committee as a whole is taken by formal vote. A simple majority will decide if action passes or fails. Each member has one vote. No member shall participate in a vote if he or she has a proprietary interest in the outcome of the matter being voted on.

F. PARLIAMENTARY AUTHORITY

All proceedings of the Committee shall be conducted according to the rules contained in the most recent edition of Rosenberg's Rules of Order when these do not conflict with these bylaws.

ARTICLE VI – COMPLIANCE

Committee members must abide by these Bylaws and all provisions of the Ralph M. Brown Act (Government Code Sections 54950 – 54963, et seq.). The Ralph M. Brown Act is available at: <http://www.leginfo.ca.gov/cgi-bin/displaycode?section=gov&group=54001-55000&file=54950-54963> .

ARTICLE VII – GOVERNING PROVISIONS; SEVERABILITY

Any and all applicable laws of any governmental authority or agency having jurisdiction over the Committee are hereby incorporated by reference as if fully set forth herein. In the event of a conflict between such applicable law(s) and any provision of these Bylaws, the applicable law(s) shall control and such Bylaws provision(s) shall be considered null and void; provided; however, that any and all provisions of these Bylaws not so affected shall remain in full force and effect.

ARTICLE VIII – EFFECTIVE DATE AND AMENDMENTS

These Bylaws shall be effective upon their adoption at a regularly scheduled meeting of the Board. Any member of the Committee may propose amendments to the Bylaws. The Committee by a majority vote of its members at any regular meeting may recommend to the Board changes to these Bylaws. Any amendments to the bylaws are subject to the approval of the Board. Written notice of any proposed amendments must be sent to the Committee Chairpersons in time to be included in the upcoming meeting agenda.