

**MARIN COUNTY FLOOD CONTROL AND WATER CONSERVATION
DISTRICT**

BYLAWS OF THE FLOOD CONTROL ZONE 9 ADVISORY BOARD

ARTICLE I: NAME

This organization shall be called "The Marin County Flood Control and Water Conservation District Flood Control Zone 9 Advisory Board" ("Advisory Board"), existing by virtue of the Marin County Flood Control and Water Conservation District Act ("Act"), Water Code Appendix Section 68-6, and exercising the powers and authority, and assuming the responsibilities delegated to it under the Act.

Flood Control Zone 9 is located within a portion of the Ross Valley Watershed. The zone boundaries were established by Marin County Flood Control and Water Conservation District Resolutions No. 8767, No. 2007-25, and 2007-05. Flood Control Zone 9 is referred to herein as the "Zone", "Flood Control Zone 9" or "Zone 9".

ARTICLE II: PURPOSE

The Advisory Board's focus is on matters within the boundaries of Zone 9 referred to it by the Board of Supervisors of the Marin County Flood Control and Water Conservation District ("District Board"). The Advisory Board shall be consulted by the District Board in all matters affecting the zone, unless doing so is highly impractical or, because of the need to act expeditiously or otherwise, it would likely be contrary to the best interests of Flood Control Zone 9 to bring the matter to the Advisory Board prior to the District Board taking action.

Pursuant to California Water Code Appendix Section 68-6.2, the Advisory Board shall make a report to the District Board on all matters referred to it within 30 days after referral of the matter. The District Board may proceed with an action if the Advisory Board does not make a report within 30 days of referral to it.

Subject to the above considerations, in general, the following types of matters will be referred by the District Board to the Advisory Board for consultation:

- 1) Projects actually or proposed to be funded by the Flood Control Zone 9 budget.
- 2) Initiating or responding to a legal proceeding the results of which are likely to affect the Flood Control Zone 9 budget. (The item will be agendaized as a Closed Session item for the Advisory Board in

accordance with the Brown Act and staff will provide a briefing to the Advisory Board.)

- 3) Offering or consideration of an offer to settle a lawsuit, the terms of which are likely to affect the Flood Control Zone 9 budget. (The item will be agendaized as a Closed Session item for the Advisory Board in accordance with the Brown Act and staff will provide a briefing to the Advisory Board.)
- 4) Any action requiring the approval of the District Board that is likely to affect the Zone 9 budget, other than contracts or programs that have been reviewed by the Advisory Board through the annual work program and budgeting process.

Any action not requiring the approval of the District Board will not be brought to the Advisory Board for consideration.

If any member of the Advisory Board believes that an item on the District Board's agenda affects Flood Control Zone 9 and has not previously been brought to the Advisory Board pursuant to these bylaws, and the member believes the item should have been pursuant to California Water Code Appendix Section 68-6.2, the member shall notify staff for the District so the Advisory Board may be provided an opportunity to render a recommendation. Failure to do so constitutes a waiver of the Advisory Board's ability to file a report regarding the particular matter once the District Board has taken action.

ARTICLE III: MEMBERSHIP

The Advisory Board shall consist of seven (7) members:

One shall be a member appointed by the City of Larkspur, One shall be a member appointed by the Town of Ross, One shall be a member appointed by the Town of San Anselmo, One shall be a member appointed by the Town of Fairfax, and Three shall be members appointed by the District Board as At-Large members from the unincorporated area of Flood Control Zone No. 9. All members shall be residents of Flood Control Zone No. 9.

Standing Rules and Application and Appointment Procedures are specified in Marin County Resolution No. 2016-03 (as updated from time-to-time).

ARTICLE IV: TERM OF OFFICE

1. Term of Appointment

Each member shall be appointed for a four-year term, which terms are staggered.

2. Vacancy

If a vacancy occurs, the jurisdiction which is represented by the vacancy shall appoint a new Advisory Board member to serve for the remaining duration of the relevant resigning member's four-year term, at which time the appointment shall be reviewed, and then reviewed every four years thereafter.

3. Resignation

A resignation of an Advisory Board member shall be in writing and filed with the Clerk of the District Board.

4. Alternates

No alternate Advisory Board members can be identified by either the representative jurisdictions or the District Board.

ARTICLE V: MEETINGS

1. General

All meetings of the Advisory Board shall comply with all applicable laws, including the provisions set forth in California Government Code Sections 54950-54962, the Brown Act, and the Americans with Disabilities Act.

2. Meeting Frequency

An annual meeting shall be held on the third Tuesday of the month of January. At the annual meeting, the Advisory Board and District staff shall schedule one additional regular meeting to be held that calendar year. In addition, special meetings may be called by the District Engineer when District business needs so dictate. Special meetings may also be called at the request of the Advisory Board Chair. If, as a meeting date approaches, there is no business proposed to be conducted, the annual or regular meeting may be canceled by District staff by noticing the Advisory Board and providing a written update on Zone activities.

3. Meeting Time and Place

Meetings shall be held at a place within or near the boundaries of Flood Control Zone 9 or at the principal office of the District.

4. Quorum

Five (5) members of the Advisory Board shall constitute a quorum for the transaction of business.

5. Conduct of Meetings

All meetings shall be conducted and governed by the rules set forth in Robert's Rules of Order. There will be training, as needed, for all members of the Advisory Board on meeting conduct and Robert's Rules of Order

6. Voting

An affirmative vote of the majority of all members of the Advisory Board present at the time shall be necessary to approve any action item before the Advisory Board.

ARTICLE VI: OFFICERS AND DUTIES

The officers of the Advisory Board shall be the Chair and Vice-Chair.

1. Election and Term

Officers shall be elected to a two-year term by a majority vote of the Advisory Board.

2. Duties of the Chair

The Chair shall preside at all meetings of the Advisory Board consistent with Robert's Rules of Order. The Chair shall perform such duties as are necessary to run meetings and assist with identification of training needs for board members.

3. Duties of the Vice-Chair

The Vice-Chair shall carry out the duties of the Chair during her/his absence or disability or during a vacancy in the office of the Chair.

4. Resignations

An officer may resign from his or her position as Chair or Vice-Chair at any time upon giving written notice to the Advisory Board.

5. Vacancies

Any vacancies of the Chair or Vice-Chair shall be filled by a majority vote of the Advisory Board.

ARTICLE VII: BYLAWS

These bylaws may be recommended for amendment by a majority vote of all Advisory Board Members so long as the proposed amendment does not conflict with any provisions of the Marin County Flood Control and Water Conservation District Act.

No amendment to these bylaws shall take effect or be binding until the amendment is ratified by the District Board.