

OCEANO COMMUNITY SERVICES DISTRICT  
RESOLUTION NO. 2012-11

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE OCEANO  
COMMUNITY SERVICES DISTRICT ADOPTING THE AMENDED BY-LAWS  
APPROVED BY THE BOARD OF DIRECTORS ON AUGUST 8, 2012

WHEREAS, the Board of Directors of Oceano Community Services District is dedicated to providing efficient and effective leadership in the Oceano Community; and

WHEREAS, Government Code Section 61045(f) requires the Board of Directors to adopt rules or bylaws for its proceedings; and

WHEREAS, on August 8, 2012, the Board of Directors of Oceano Community Services District reviewed and approved the proposed changes in the existing Board By-Laws as amended.

NOW, THEREFORE, BE IT RESOLVED, DETERMINED AND ORDERED by the Board of Directors of the Oceano Community Services District, as follows:

1. The Oceano Community Services District Board of Directors By-Laws attached hereto as Exhibit "A", approved on August 8, 2012, are hereby adopted.
2. All prior versions of the Board of Directors By-Laws, Resolutions and/or Policies of the District that are inconsistent with the Board of Directors By-Laws herein adopted are hereby repealed.

Upon the motion of Director Hurdle, seconded by VP Lucey, and upon the following roll call vote, to wit:

AYES: Director Hurdle, VP Lucey, Director Angello, President Guerrero, Director White

NOES:

ABSENT:


ABSTAINING:

The foregoing Resolution is hereby passed and adopted this 8th day of August, 2012.



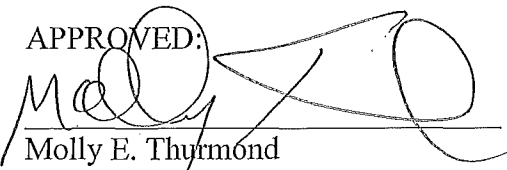
MATTHEW GUERRERO  
President

ATTEST:



Thomas Geaslen  
Secretary

APPROVED:



Molly E. Thurmond  
District Legal Counsel



# Oceano Community Services District

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“EXHIBIT A”

**OCEANO COMMUNITY SERVICES DISTRICT  
BOARD OF DIRECTORS – BYLAWS**

**1. OFFICERS OF THE BOARD OF DIRECTORS.**

1.1 The officers of the Board are the President and Vice President.

1.2 The President and Vice President shall be elected annually during the first regular meeting in December, after any newly elected Board members are seated (Government Code Section 61043). The term of office for the President and Vice-President of the Board shall commence immediately after the election.

1.3 The President of the Board shall serve as presiding officer at all Board meetings. The President shall have the same rights as the other members of the Board in voting, introducing motions, resolutions and ordinances, and any discussion of questions that follow said actions.

1.4 In the absence of the President, the Vice-President of the Board shall serve as presiding officer over all meetings of the Board. If the President and Vice-President of the Board are both absent, the remaining members present shall select one of themselves to act as presiding officer of the meeting.

1.5 The Board may at any time determine, by majority vote of all members, that the President has demonstrated an inability to serve. Upon such determination, the Vice President shall preside instead of the President.

1.6 The Board may at any time determine, by majority vote of all members, that the Vice President, when acting as the presiding officer pursuant to Section 1.5 above, has demonstrated an inability to serve. Upon such determination, the Board shall, by majority vote, elect another member to be the presiding officer.

**2. MEETINGS**

2.1 Regular meetings of the Board of Directors (the Board) shall commence at 6:30 p.m. on the second and fourth Wednesday of each calendar month in the Board room at the District Office currently located at 1655 Front Street, Oceano, CA. 93475

2.2 Members of the Board shall attend all regular and special meetings of the Board unless there is good cause for absence.

2.3 The General Manager, in cooperation with the Board at the prior meeting shall prepare an agenda for each regular and special meeting of the Board. Any Director, before or during a regular meeting, may request that the General Manager place an item on the agenda. The General Manager may also put emergent District business on the agenda. Items being placed on any agenda are subject to Brown Act regulations.

**2.4** No action or discussion may be taken on an item not on the posted agenda. However, matters deemed to be emergencies or of an urgent nature may be added to the agenda of a regular meeting under the procedures of the Brown Act. Pursuant to the Brown Act and at regular meetings:

(a) Board Members may briefly respond to statements or questions from the public; and

(b) Board Members may, on their own initiative or in response to public questions, ask questions for clarification, provide references to staff or other resources for factual information, or request staff to report back at a subsequent meeting; and

(c) The President or a majority of the Board itself may direct staff to place a matter on a future agenda.

**2.5** The presiding officer shall conduct all meetings in a manner consistent with the policies of the District and the Brown Act. He/she shall determine the order in which agenda items shall be considered for discussion and/or actions taken by the Board. He/she shall announce the Board's final decision on all subjects. He/she shall vote on all questions; and on roll call his/her name shall be called last.

**2.6** A majority of the Board shall constitute a quorum for the transaction of business. While a majority of the Board is sufficient to do business, motions must be passed unanimously if only three Board members are present. Only those Board members present at a meeting may vote on business conducted at that meeting.

**2.7** If a quorum does not arrive within fifteen (15) minutes of the time the meeting has been scheduled, it shall be determined that a quorum is not present. When there is no quorum for a regular meeting, the President, Vice President, or any Board member shall adjourn such meeting or, if no Board member is present, the District secretary shall adjourn the meeting.

**2.8** A roll call vote shall be taken upon the passage of all ordinances, resolutions, and other matters established by Board policy or state law that require solicitation of bids, and all matters involving more than a seven thousand five hundred dollar (\$7,500.00) expenditure by the District. The roll call vote shall be entered in the minutes of the Board meeting showing those Board members voting aye, those voting no, and those not voting or absent. A roll call vote shall be taken and recorded on any vote not passed unanimously by the Board. Unless a Board member states that he or she is not voting because of a conflict of interest, his or her silence or abstention shall be deemed and recorded as an affirmative vote.

**2.9** Any person attending a meeting of the Board may record the proceedings with an audio or video tape recorder or a still or motion picture camera unless the recording causes unreasonable noise, illumination, or obstruction of view that constitutes or would constitute a disruption of the proceedings or would impair the ability of the public to observe the proceedings. All video tape recorders, still, and/or motion picture cameras shall remain stationary and shall be located and operated from behind the public speakers' podium once the meeting begins.

**2.10** During each meeting, time shall be set aside to receive public comment in accordance with the Brown Act and District policy. Public comment shall be directed to the Board as a whole and not to any member individually or to the public.

**2.11** If an individual or group willfully interrupts a meeting, fails to adhere to the District's policies pertaining to public comment, or otherwise creates an unreasonable disruption to the proceedings, the meeting may be stopped and the room may be cleared. In such circumstances, members of the media must be allowed to remain and only matters on the agenda can be discussed.

### **3. COMMITTEES**

**3.1** The Board may create Committees that are reflective of the District's business and its enumerated powers at its discretion. Committees shall be advisory committees to the Board and shall not commit the District to any policy, act or expenditure. The duties of the committees shall be outlined at the time of creation.

**3.2** All committee meetings shall be conducted as public meetings in accordance with the Brown Act.

**3.3** No committee shall include in its membership more than two (2) Board members.

**3.4** An alternate member may be assigned by the Board in advance for those meetings where a regular member is unable to attend.

### **4. PREPARATION OF MINUTES AND MAINTENANCE OF TAPES.**

**4.1** The minutes of the Board shall be kept by the District Secretary and shall be neatly produced and kept in a file created for that purpose, with a record of each particular type of business transacted set off in paragraphs with proper subheadings. However, the District Secretary shall be required to make a record only of such business as was actually passed upon by a vote of the Board and, except as provided in Section 4.2 below, shall not be required to record any remarks of Board Members or any other person. The Minutes shall record all of the votes taken for the passage of all ordinances, resolutions or motions.

**4.2** Any Director may request that brief comments pertinent to an agenda item be included in the minutes, but only at the meeting in which the item is discussed.

**4.3** The District Secretary shall attempt to record the names and place of residence of persons addressing the Board, the title of the subject matter to which their remarks related, and whether they spoke in support or opposition to such matter.

**4.4** Whenever the Board acts in a quasi-judicial proceeding, such as in assessment matters, the District Secretary shall compile a summary of the testimony of the witnesses.

**4.5** Any audio or visual recording of a District meeting made for whatever purpose at the direction of the District shall be subject to inspection pursuant to the California Public Records Act. Audio and/or visual recordings will be posted on the District's website for 30 days before being taken down. Physical copies of the audio/visual recordings will be retained in the District archive for five (5) years and may be destroyed thereafter.

**4.6** Nothing herein shall be deemed to create a requirement that minutes from the meeting be taken, or tape or film recordings be made, of any closed sessions of the Board.

**4.7** All correspondence should have Name and Address of record to be entered in the minutes.

## **5. MEMBERS OF THE BOARD OF DIRECTORS.**

**5.1** Directors shall at all times conduct themselves with courtesy to each other, to staff and to members of the audience present at Board meetings.

**5.2** Differing viewpoints are healthy in the decision-making process. Individuals have the right to disagree with ideas and options, but in a respectful manner.

**5.3** Once the Board takes action, Directors should commit to supporting the action and should not obstruct implementation of the action.

**5.4** Any vacancy in the office of a member elected to the Board shall be filled pursuant to Government Code Section 1780.

## **6. AUTHORITY OF DIRECTORS.**

**6.1** The full Board of Directors, in actions taken pursuant to The Brown Act, retain absolute power to set policy, direct staff, and conduct the business of the District.

**6.2** The Board is the unit of authority within the District. Apart from their normal functions as a part of the Board, Directors have no individual authority. As individuals, Directors may not commit the District to any policy, act or expenditure.

**6.3** Directors do not represent any fractional segment of the community. Rather, they are part of the body which represents and acts for the community as a whole.

**6.4** The primary responsibility of the Board is the formulation and evaluation of policy. Routine matters concerning the operational aspects of the District are the responsibility of the professional staff members of the District. Directors should not obstruct the professional staff in the performance of their duties.

**6.5** The Board at a regular or special meeting may authorize a Director or staff to speak or communicate on behalf of the District or represent the District at a meeting or related function. Otherwise, Board members attending such events as described above shall make it clear

that they are speaking on their own behalf and not representing the District or its Board of Directors.

## **7. DIRECTOR GUIDELINES.**

**7.1** It is the intent of the Board of Directors to:

**(a)** Maintain control and direction of the District by action of the Board of Directors taken pursuant to the Brown Act;

**(b)** Allow Board Members access to information relative to the running of the District;

**(c)** Protect staff from undue influence, threats, harassment, and/or pressure from individual Board Members or members of the public;

**(d)** Allow staff to execute priorities given by the Board of Directors and management without fear of reprisal.

**7.2** Individual Board members, by making a request to the General Manager shall have access to information relative to the operation of the District, including but not limited to statistical information, information serving as a basis for certain actions of staff or as justification for staff recommendations. Board Members shall receive the cooperation and candor of the General Manager in being provided with the requested information. If the General Manager cannot timely provide the requested information because it is not presently available or its production would cause an interruption in work schedules or workloads, then the General Manager shall inform the Board member why the information is not available or cannot be made available in a timely manner, and when it may be made available.

**7.3** If the information still cannot be provided the General Manager shall, or the Board Members shall direct the General Manager to, place an item on the Board agenda for direction as to the Board's desire and method of providing the information.

**7.4** In handling complaints from residents, property owners within the District or other constituents, Directors are encouraged to listen carefully to the concerns, but the complaint should be referred to the General Manager for processing and appropriate response.

**7.5** Directors, when seeking clarification of policy-related concerns, especially those involving personnel, legal action, land acquisition and development, finances, and programs, should refer said concerns directly to the General Manager.

**7.6** When approached by District personnel concerning specific District policy, Directors should direct inquiries to the General Manager.

**7.7** Directors and the General Manager should develop a working relationship so that current issues, concerns and District projects can be discussed comfortably and openly.

**7.8** When responding to constituent requests and concerns, Directors should respond to individuals in a positive manner and route their questions to the General Manager.

**7.9** Sitting Directors should not enter into Litigation against the District. Should a Director enter into litigation against the District, it will be presumed that said Director has a conflict of interest on all matters presented to the Board for discussion and action.

## **8. DIRECTOR COMPENSATION.**

**8.1** Each Director is authorized to receive one hundred dollars (\$100.00) as compensation for each regular or special meeting of the Board and fifty dollars (\$50.00) for each committee meeting attended by him or her.

**8.2** In no event shall Director compensation exceed one hundred dollars (\$100.00) per day.

**8.3** Director compensation shall not exceed six hundred (\$600.00) in any one (1) calendar month.

## **9. EXPENSE REIMBURSEMENT**

**9.1** Each Board Member is entitled to reimbursement for their actual and necessary traveling and incidental expenses incurred in the performance of the duties required and authorized by the Board. Personal phone calls are not reimbursed.

**(a)** It is the policy of the District to exercise prudence with respect to hotel or motel accommodations. It is also the policy of the District for Board members and staff to stay at the hotel or motel location of a conference, seminar, or class to gain maximum participation and advantage of interaction with others whenever possible.

**(b)** Any Director traveling on District business shall receive transportation and lodging expenses, and ordinary expenses such as meals and tips. If a Director is called upon to personally pay District business expenses during travel, the Director shall maintain all receipts from any such District business trips. Such receipts will be used to calculate the amount of reimbursement.

**(c)** Mileage reimbursement for use of privately owned vehicles used for District business shall be as established by the Internal Revenue Service.

## **10. CORRESPONDENCE DISTRIBUTION POLICY.**

**10.1** The following letters and other documents shall be accumulated and delivered to the Board on Friday of each week.

**(a)** All letters approved by the Board and/or signed by the President on behalf of the District.



(b) All correspondence received by the District that are of District-wide concern as reasonably determined by the General Manager.

## **11. CONFLICTS OF INTEREST AND RELATED POLICY.**

**11.1** State laws exist which attempt to eliminate any action by a Board Member or the District which may reflect a conflict of interest. The purpose of such laws and regulations is to insure that all actions are taken in the public interest. The following provides a brief policy summary of various conflict related laws. Directors are encouraged to consult with the Fair Political Practices Commission (the "FPPC") at (916) 322-5660, prior to the day of the meeting if they have a question about a particular agenda item.

**11.2** Each Director is encouraged to review the District's Conflicts of Interest Code on a regular basis. The general rule is that an official may not participate in making a governmental decision if it is reasonably foreseeable that the decision will have a material financial effect on the official or a member of his or her immediate family or on an economic interest of the official, and the effect is distinguishable from the effect on the public generally. If real property in which the Director has an interest is located within 500 feet of the boundaries of the property affected by decision, that interest is deemed to be directly involved in the decision. Additionally, FPPC rules generally require a disqualified Board member to leave the room during the discussion of the matter.

**11.3** The prohibitions of Government Code Section 1090 provide that the District may not contract with any business in which a Board member has a financial interest.

**11.4** The basic rule is that public policy requires that when the duties of two offices are repugnant or overlap so that their exercise may require contradictory or inconsistent action, to the detriment of either public office, the discharge of the duties of the two offices by one person is incompatible with the affected office and the official must step down from one of the offices.

## **12. EVALUATION OF CONSULTANTS.**

The District Consultants, including the District's Legal Counsel and Consulting Engineer, shall be evaluated annually during the months of May or June.

## **13. CONTINUING EDUCATION.**

**13.1** Board Members are required to attend training on ethics and sexual harassment every other year on an alternating schedule. Board members are also required to attend training on the National Incident Management System (NIMS).

**13.2** Members of the Board and the General Manager are encouraged to attend educational conferences and professional meetings to improve District operation, such as Special District Administration, Finance and Governance, and other programs that emphasize employee relationships.

**13.3** Subject to budgetary constraints, there is no limit on the number of Directors attending a particular conference or seminar when their attendance is beneficial to the District and in compliance with the Brown Act.

#### **14. RELATIONSHIP AND CONDUCT BETWEEN BOARD MEMBERS AND STAFF**

**14.1** The Board of Directors recognizes that the primary function of staff is to execute Board policy and to keep the Board of Directors informed.

**14.2** Members of the Board of Directors shall not attempt to pressure and/or influence staff decisions, recommendations, workloads, schedules, and priorities.

**14.3** Staff shall take guidance and direction only from action taken by the Board of Directors or from appropriate management supervisors as may be the case. Staff shall reject any attempts by an individual Board Member to influence or otherwise pressure them into making, changing or otherwise affecting staff decisions or recommendations, or changing work schedules and priorities. Staff shall report such attempts, without fear of reprisal, to the General Manager, or to the President or the Vice President of the Board of Directors, who shall take appropriate action.

**14.4** In the event that an employee has been the subject of any unlawful conduct from a Board Member, the employee shall report such conduct in writing and without fear of reprisal to the President or the Vice President of the Board of Directors, or to the Grand Jury directly, who shall investigate the complaint and take further necessary action.

#### **15. FIDUCIARY RESPONSIBILITY**

**15.1** No member of the Board of Directors shall serve as the District treasurer.

**15.2** The General Manager shall be responsible for supervision of the District's finances.

**15.3** The Board of Directors shall adopt by resolution a system of accounting and auditing that shall completely and at all times show the District's financial condition. The system of accounting shall adhere to generally accepted accounting principles (Government Code Section 61053).

**15.4** Any portion of the District's money may be deposited in the county treasury of San Luis Obispo County or the treasury of the State of California. The Board shall, by resolution, designate a bank as the depository of all District money not deposited with the County or State Treasury.

**15.5** The General Manager shall make quarterly or more frequent written reports to the Board of Directors, as the Board shall determine, regarding the receipts and disbursements and balances in the accounts of the District.

**15.6** The Board will review and approve the District Investment Policy on an annual basis.

**15.7** The budget shall be prepared annually for Board approval by the following procedures:

(a) On or before June 1<sup>st</sup> of each year, the Board of Directors should adopt a preliminary budget that conforms to generally accepted accounting procedures applicable to special districts. The preliminary budget shall be prepared by the General Manager.

(b) On or before July 1<sup>st</sup> of each year, the Board of Directors shall publish a notice in a newspaper of general circulation stating the date, time, and place when the Board will meet to adopt the final budget, and that the preliminary budget is available for inspection at the District office.

(c) On or before September 1<sup>st</sup> of each year, the Board of Directors shall adopt a final budget that conforms to generally accepted accounting procedures applicable to special districts.

(d) The procedures for adopting a budget shall comply with Government Code Section 61110.

**15.8** Audits shall be conducted as soon after the end of the Fiscal Year as possible, preferably within 120 days.

## **16. PUBLICATION OF POLICY**

**16.1** Copies of this Policy shall be distributed to:

(a) All current District employees and new employees at the time of hire.

(b) All current Directors of the District and new Directors at the time they take office.

(c) Staff will provide orientation for new Directors.

**16.2** The General Manager shall be available to answer questions of District employees regarding the District Policy on relationship and conduct between Board Members and staff.

## **17. RESTRICTIONS ON BYLAWS**

These Bylaws shall govern the Board in all cases to which they are applicable and not otherwise inconsistent with State and Federal laws.

