



# Bel Marin Keys Community Services District

## BEL MARIN KEYS COMMUNITY SERVICES DISTRICT BYLAWS

### 1. OFFICERS OF THE BOARD OF DIRECTORS

- 1.1 The officers of the Board of Directors are the President and Vice President.
- 1.2 Board Officers Election of officers of President and Vice President shall occur every January of each year at a regular board meeting.
- 1.3 The Board President shall preside at all Board meetings. He/she shall have the same rights as the other Directors in voting, introducing motions, resolutions and ordinances, and any discussion or questions that precede said actions.
- 1.4 In the absence of the Board President, the Board Vice President shall act as Board President and shall preside over all meetings of the Board. If the Board President and Board Vice President both are absent, the remaining Directors present shall select one (1) of themselves to act as the official head and preside over the meeting.
- 1.5 The Board President, or in his/her absence the Board Vice President, or other designated member of the Board of Directors, shall be recognized as the official head of the District for all ceremonial purposes.
- 1.6 The Board President, or in his/her absence the Board Vice President, or other designated members of the Board of Directors shall speak on official District position or policy.
- 1.7 If the President is unable to fulfill their duties due to absence, disability, or resignation, the Vice President shall assume the responsibilities of the President until a permanent replacement is elected.
- 1.8 For temporary absences or disabilities, the remaining officers may delegate duties including voting to another officer or board member, as needed, with the understanding that the original officer will resume their duties upon their return.
- 1.9 If a vacancy arises in any officer position other than the President, the Board of Directors shall fill the vacancy with a resident of Bel Marin Keys, who will then serve until the next election, at which time a permanent successor will be elected by the members.
- 1.10 If an officer resigns or is removed from office, the remaining officers and the Board of Directors will follow the same procedure for filling the vacancy, ensuring a smooth transition.

### 2. MEETINGS

- 2.1 Subject to holiday and scheduling conflicts, the regular meeting of the Board of

Directors shall be held on the third Thursday of each calendar month at the Bel Marin Keys Community Services District Community Center. If a conflict exists, such other date and/or facility within the District are acceptable to the District Manager.

- 2.2 The regular public meeting of the Board of Directors shall be between 7:30pm and 10:00pm. Closed sessions of the Board of Directors may be conducted with a break in the Agenda or at the conclusion of the regular public meeting. It shall be the policy of the Board of Directors to complete meetings, including closed sessions by 10:00pm, unless a majority of the Board of Directors present at the meeting elect to continue past the adjournment hour. If at the hour of 10:00pm the Board of Directors has not concluded its business, the Board of Directors will review the remainder of the agenda and determine whether to extend the meeting beyond the hour of 10:00pm., continue any remaining items, or adjourn the meeting to another date and time.
- 2.3 Special meetings may be called at any time by the President of the Board of Directors, or by request of a majority of the members of the Board of Directors to the District Manager, by delivering written notice to each member of the Board of Directors, post on the website and outside bulletin board in writing. The notice shall be delivered personally or by any other means and shall be received at least twenty-four (24) hours before the time of the meeting as specified in the notice. The notice shall specify the time and place of the special meeting and the business to be transacted or discussed. No other business shall be considered at these meetings by the Board of Directors.  
The call and notice shall be posted at least twenty-four (24) hours prior to the special meeting in a location that is freely accessible to members of the public.
- 2.4 Emergency Meetings Upon a determination by a majority of the Board that an “emergency” or “dire emergency” exists, as the terms are defined in Government Code 54956.5, then the location of a meeting may be moved or virtual conferencing may be utilized pursuant to Government Code sections 54953(e) and 54954(e), and action may be taken on items of business relating to the emergency, without notice and posting 24-hours in advance, and using instead the notice and posting provisions of Government Code section 54956.5. At the commencement of an emergency meeting pursuant to this paragraph, if the majority of the Board does not determine an emergency exists, the meeting must immediately be adjourned, and no action may be taken.
- 2.5 Directors shall attend all regular special meetings of the Board of Directors unless There is good cause for absence.
- 2.6 No action or discussion may be taken on an item not on the posted agenda; provided, however, matters deemed to be emergencies or of an urgent nature may be added to the agenda under the procedures of the Brown Act.

Pursuant to the Brown Act:

- (a) Directors 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
  - (b) The Board President or the Board of Directors itself may take action to direct staff to place a matter on a future agenda.
- 2.7 The Board President shall determine the order in which agenda items shall be considered for discussion and/or actions taken by the Board of Directors.
- 2.8 A majority of the Board of Directors shall constitute a quorum. However, all actions must be approved by a minimum of three (3) Directors. Where there is a lack of a quorum, the Board President, or any Director shall adjourn such meeting, or, if no Director is present, the District Manager shall adjourn the meeting.
- 2.9 State laws are in place which attempt to eliminate any action by a Public Official, including members of the Board of Directors, which may create a conflict of interest. The Board of Directors take actions by motion, resolution, or ordinance.
  - (a) For each proposed action to be taken by the Board of Directors, the Board President shall identify the motion-maker and the second and either state the motion or direct Staff to state the motion prior to taking the vote. The Board President shall announce the Board of Directors' decision on all subjects.
  - (b) A roll call vote shall be taken upon the passage of all ordinances and resolutions and shall be entered in the minutes of the Board of Directors showing those Directors voting aye, those voting no, those not voting due to a conflict, and those abstaining.
  - (c) The passage of motions may be taken by voice vote. However, a roll call vote shall be taken on motions not passed unanimously by the Board of Directors.
  - (d) Unless a Director states that he or she is not voting because of a conflict of interest or because they elect to abstain from the vote, his or her silence shall be recorded as an affirmative vote.
  - (e) When hearing matters in their quasi-judicial capacity, Directors shall disclose any relevant ex parte communications regarding that item prior to public comment.
- 2.10 The following applies to reconsideration of prior actions by the Board of Directors.
  - (a) After the passage of twelve (12) months from the effective date of the motion, resolution or ordinance, the matter may be placed on the agenda pursuant to below Section 3 Agendas, or other provisions of the Brown Act.

- (b) Prior to the passage of twelve (12) months, any Director or the District Manager may request the Board of Directors, by motion, to agree to reconsider a prior action by the Board of Directors at a subsequent meeting of the Board of Directors.
- (c) The Board President, upon a determination that there is a need to take immediate action, may place an item on the agenda for reconsideration in a manner consistent with paragraph 3.1 below.

### 3. AGENDAS

- 3.1 The District Manager, in cooperation with the Board President and Board Vice President shall prepare the agenda for each regular and special meetings of the Board of Directors. A Director may contact either the District Manager or the Board President and request an item to be placed on the regular meeting agenda no later than 4:30pm ten (10) calendar days prior to the meeting date. Such a request must also be submitted in writing either at the time of communication with the District Manager or the Board President or delivered to the office within the next working day. All documents must be submitted within (96) hours prior to the Board meeting. No late documents will be accepted unless it is an emergency agenda item.
- 3.2 Those items on the District Agenda which are considered to be of a routine and non-controversial nature are placed on the "Consent Agenda" These items shall be approved, adopted and accepted etc. by one (1) motion of the Board of Directors; for example, approval of Minutes, approval of Warrants, various Resolutions accepting developer improvements, minor budgetary items, status reports, and routine District operations.
  - (a) Any one (1) Director may request that an item be removed from the "Consent Agenda," and the Board of Directors will then act separately on that item. Members of the public will be given an opportunity to provide public comment on the "Consent Agenda;" however, only a member of the Board of Directors can remove an item from the "Consent Agenda."
  - (b) When a Director has a minor question or requests clarification concerning a consent item which will not involve extended discussion, Staff may respond without "pulling" the item from the "Consent Agenda." Directors are encouraged to seek clarifications prior to the meeting if possible.

### 4. PUBLIC COMMENT AND RULES OF DECORUM

- 4.1 Policy- The purpose of oral presentation at meetings of the Board of Directors, as well as written presentations, is to formally communicate to the Board on either (a) matters listed on the Agenda, or (b) matters that are within the jurisdiction of the Board of Directors in its decision-making process. The Board of Directors welcomes information and expressions of opinion from members of the public on any item which it may be considered. However, the Board of Directors is not

required to provide a public forum for remarks or conduct in violation of the Rules of Decorum.

4.2 Public Comment— Subject to the following rules, the Board of Directors shall set aside thirty (30) minute time allocation for public comments.

- (a) The Board President, after consideration of the length of the Agenda, the nature of the agenda item, and the meeting limitations of above Section 2.2, may expand or further limit the thirty (30) minute time allocation for public comment.
- (b) Each public commenter shall be limited to three (3) minutes unless shortened or extended by the President with consideration of the length of the Agenda, the nature of the agenda item, and the meeting limitations of above Section 2.2

4.3 Rules of Decorum- The below rules of decorum shall apply to public comment and attendance at District meetings.

- (a) No person shall address the Board of Directors without first being recognized by the President.
- (b) Persons addressing the Board of Directors are requested to state their name and their street address.
- (c) Public comment and public testimony shall be directed to the Board President and shall be addressed to the Board of Directors as a whole. Persons addressing the Board of Directors members shall not engage in a dialogue with individual Directors, District staff or members of the audience. Board members shall not engage in verbal harassment or gestures with members. The President shall determine whether, or in what manner, the District will respond to questions.
- (d) Persons addressing the Board of Directors are limited to one (1) opportunity per Agenda item unless otherwise directed by the President in his/her discretion.
- (e) A person cannot defer his/her time allocation to another person.
- (f) When a group or organization wishes to address the Board on the same subject, the President may request that a spokesperson be chosen to speak for that group. The spokesperson's three (3) minute time allocation may be extended by the Board President in his/her discretion.
- (g) Persons addressing the Board of Directors shall confine the subject matter of their comments to the Agenda item being considered by the Board of Directors.
- (h) Each person addressing the Board of Directors shall do so in an orderly and civil manner and shall not engage in conduct which disrupts the orderly conduct of the meeting of the Board of Directors.
- (i) The Board President may rule a speaker out of order who is unduly repetitious or extending discussion of irrelevance.

- (j) Except as provided below, a person who references or reads from documents such as reports, exhibits, or letters as part of his/her comment to the Board of Directors shall lodge the document ( a copy) with the District Manager at the end of the comment, to allow the document to be appropriately reference in the meeting Minutes and to allow District staff the opportunity to review and respond to the document. The Board President has the discretion to strike a speaker's comments from the record for failure to lodge the referenced documents. Upon request, the lodged documents shall be returned to the speaker after 1:00pm on the day following the meeting.

Exceptions:

- The speaker's presentation outline, however, documents referenced in the outline shall be lodged.
- Documents that are in the Agenda packet
- Documents that have been previously published by the District, so long as the speaker identifies the document by date, author and the pages reference or read from.
- For voluminous documents, the speaker need only lodge the cover sheet that identifies the author and date, and the pages read from or referenced.

4.4 Enforcement of Rules of Decorum. Any person who violates the Rules of Decorum may, at the discretion of the Board President, be removed from the meeting. The Rules of Decorum shall be enforced in the following manner:

- (a) Warning. The Board President shall warn the person who is violating the rules of decorum
- (b) Expulsion. If after receiving a warning from the Board President, the person persists in violating the rules of decorum the Board President shall order the person to leave the Board of Directors' meeting room for the remainder of the meeting.
- (c) Assisted Removal. If such person does not voluntarily remove himself/herself, the President may order any law enforcement officer who is on duty at the meeting, or who may be summoned to the meeting, to remove the person from the Board of Directors' meeting room.
- (d) Restoration of Order. If the order cannot be restored by the removal of individuals who are disrupting the meeting, the meeting of the Board of Directors may be adjourned or continued under the provisions of Government Code §54957.9.

4.5 Limitations (Government Code §54954.3(c)) The Rules of Decorum shall not be interpreted to prohibit public criticism of the policies, procedures, programs or services of the District, or the acts or omissions of the District Board of Directors.

## 5. PREPARATION OF MINUTES AND MAINTENANCE OF RECORDINGS

- 5.1 The minutes of the meetings of the Board of Directors shall be kept by the District Manager and shall be neatly produced and kept in a file for that purpose, with a record of each particular type of business transacted set off in paragraphs with proper sub-headings.
- 5.2 The District Manager shall be required to make a record only of such business as was actually passed upon by a vote of the Board of Directors and, except as provided in below Sections 5.3 and 5.5, shall not be required to record any remarks of Board Members or any other person.
- 5.3 Directors may request for inclusion into the minutes with brief comments pertinent to an agenda item, only at the meeting that items are discussed.
- 5.4 The District Manager shall attempt to record the names and street of persons addressing the Board of Directors, the title of the subject matter to which their remarks related, and whether they spoke in support or opposition to such matter; and
- 5.5 Any audio or video recording of a District meeting made for whatever purpose at the direction of the District shall be subject to inspection pursuant to California Public Records Act. Consistent with Government Code §54953.5(b), the District will maintain the recordings for a thirty (30) day period after the recording. During the thirty (30) day period, the District will provide, without charge, equipment for inspection of said recordings. In addition to the thirty (30) day requirement, the District will attempt to maintain recordings, without legal obligation to do so, for a minimum of ten (10) years after the date of the taping or recording. However, during this extended period, the District may not be able to provide a video or tape player to facilitate inspection.

## 6. AUTHORITY OF DIRECTORS

- 6.1 The Board of Directors is the unit of authority within the District. Apart from his/her normal function as part of this unit, Directors have no individual authority. As individuals, Directors may not commit the District to any policy, act, or expenditure.
- 6.2 Members of the Board of Directors shall exercise their independent judgment on behalf of the interest of the entire District, including the residents, property owners and the public as a whole.
- 6.3 The primary responsibility of the Board of Directors is the formulation and evaluation of policy. Routine matters concerning the operational aspects of the District are to be delegated to professional staff members of the District.
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7. AUTHORITY OF THE DISTRICT MANAGER

- 7.1 The District Manager shall be responsible for those activities, functions, and duties pursuant to contract.

8. DIRECTOR GUIDELINES

- 8.1 Directors shall prepare themselves to discuss agenda items at meetings of the Board of Directors. Information may be requested from staff or exchanged between Directors before meetings.
- 8.2 Directors shall at all times conduct themselves with courtesy to each other, to staff and to members of the audience present at meetings of the Board of Directors.
- 8.3 Differing viewpoints are healthy in the decision-making process. Individuals have the right to disagree with ideas and opinions, without being confrontational. Once the Board of Directors takes action, Directors shall commit to supporting said action and not creating barriers to the implementation of said action.
- 8.4 Directors, by making a request to the District Manager, have access to information relative to the operation of the District, including but not limited to, statistical information, information serving as the basis for certain actions of Staff, justification for Staff recommendations, etc. If the District Manager cannot timely provide the requested information by reason of information deficiency, or major interruption in work schedules, workloads, and priorities, then the District Manager shall inform the individual Director why the information is not or cannot be made available. Directors shall not request information directly from District staff, and staff shall communicate to Directors only through the District Manager.
- 8.5 In handling complaints from residents and property owners of the District, said complaints should be referred directly to the District Manager.
- 8.6 When responding to constituent requests and concerns, Directors should respond to individuals in a positive manner and route their questions to the District Manager.
- 8.7 When approached by District personnel concerning specific District policy, Directors should direct inquiries to the District Manager. The chain of command shall be followed.
- 8.8 In seeking clarification for policy-related concerns, especially those involving personnel, legal action, land acquisition, and development, finances, and programing, said concerns shall be referred directly to the District Manager.
- 8.9 The Directors and District Manager shall develop and follow a written policy to facilitate open discussions between District Management and Directors regarding current issues, Director's concerns, and District projects.
- 8.10 Except during an open and public meeting, a majority of the Board of Directors shall not use a series of communications of any kind, directly or through intermediaries, to discuss, deliberate, or take action on any item of business that is within the subject matter of the District.



- 8.11 Section 8.10 shall not be construed as preventing District management staff from engaging in separate conversations or communications with Directors in order to answer questions or provide information regarding a matter that is within the subject matter jurisdiction of the District, so long as the management staff person does not communicate to Directors the comments or positions of any other directors.

9. DIRECTOR COMPENSATION

- 9.1 Each Director is authorized to receive one hundred dollars (\$100.00) as compensation for each regular, adjourned, or special meeting of the Board of Directors

10. DIRECTOR REIMBURSEMENT

- 10.1 Travel with prior Board approval. Reimbursement Policy of the District governs all reimbursement of expenses to Directors.

11. COMMITTEES

11.1 Standing Committees

The Board of Directors may create and abolish Standing Committees at its discretion. Standing Committees shall be advisory committees to the Board of Directors and shall not commit the District to any policy, act or expenditure. Each Standing Committee shall consider District related issues assigned to it by the Board of Directors.

- (a) Standing Committees shall always conduct business in a manner consistent with these Bylaws, applicable laws, and Board Policy.
- (b) The District Manager, in cooperation with the Committee Chairperson, shall prepare the agenda for each Standing Committee meeting. Nothing may be placed on the agenda of any Committee that is not included in that Standing Committee's Scope.
- (c) Each Standing Committee shall meet at most monthly as determined by the Committee Chairperson, provided there is pending consideration of something within the Committee's Work Plan or specific direction from the Board of Directors. There are no quorum requirements for Standing Committee meetings. Recommendations to the Board of Directors shall include all opinions of members of the Standing Committee on each issue raised for their recommendation and shall include the number of members concurring in each opinion. The opinion receiving the most concurrence is the majority report. Other opinions are minority reports. Summary notes for each meeting of each Standing Committee shall be forwarded to the Board of Directors as a public record.
- (d) Subject to the availability of public membership, Standing Committees shall be comprised of up to five (5) public members, none of whom shall be Directors; and one (1) Director appointed by the Board President as the non-voting Chairperson and one (1) Director appointed by the Board President as Vice Chairperson. In the absence of both Chairperson and Vice Chairperson, the Board President may assign

a Board Member to temporarily act as the Committee Chairperson in order that the Standing Committee may meet as established by the previously adopted schedule. Depending on the number of applications, the Board of Directors retains the discretion to alter the Standing Committee membership on a case-by-case basis.

- (e) The District Manager shall be an ex-officio member of all Standing Committees. The Committee Chairperson and Vice Chairperson shall conduct the meeting, enabling conversation, facilitating discussions, and forwarding recommendations to the Board of Directors.
- (f) Each Director shall appoint one (1) voting member of each Standing Committee. The appointee shall serve at the pleasure of the Director who appointed them with no specific term other than if the appointing Director is no longer a member of the Board of Directors that appointee's term shall automatically terminate. The Board of Directors may also remove any Standing Committee member with or without cause.
- (g) Members of the public shall be eligible to serve on only one (1) Standing Committee at a time. Members of the public must reside within the Bel Marin Keys Community Services District Boundary to be eligible to serve on a Standing Committee with the sole exception of the Emergency Response Team (ERT) whose members must reside within the boundaries of Bel Marin Keys Services District
- (h) The District Manager shall prepare an appointments list of all Standing Committees. The list shall be known as the local appointment list and will be provided to the Board of Directors at the first meeting in February or other date established by the Board of Directors.
- (i) The local appointment list shall be made available to the members of the public and shall be posted at the District Office and the District website.
- (j) Whenever a vacancy occurs on a Standing Committee, a vacancy notice shall be posted at the District Office and District's website, and other places as directed by the Board of Directors, not earlier than twenty (20) days before, or not later than twenty (20) days after the vacancy occurs, inviting the public to apply for appointment as a committee member. Appointment of Standing Committee members shall not be made for at least ten (10) working days after the posting of the Notice at the District's office.
- (k) Notwithstanding above Section 11.1(j), the appointing Director may, if it finds an emergency exists, fill the unscheduled vacancy immediately. The person appointed to fill the vacancy shall serve only on an acting basis until final appointment is made pursuant to Section 11.1(j) above.
- (l) A Standing Committee member term shall automatically terminate if he/she has three (3) unexcused absences or misses four (4) meetings in one (1) calendar year.
- (m) All Standing Committee members should receive the virtual Brown Act training annually and all meetings shall be conducted as public meetings in accordance with the Brown Act.

- (n) The Board President may appoint persons to a subcommittee to assist a Standing Committee in making recommendations to the Board of Directors. The duties of the subcommittee shall be outlined at the time of appointment and the subcommittee shall be considered dissolved when its final report has been made to the Standing Committee.
- 11.2 Ad Hoc Committees – The Board President shall appoint such *ad hoc* committees comprised of two (2) or less Directors as may be deemed necessary or advisable by himself/herself and/or the Board of Directors. The duties of the *ad hoc* committees shall be outlined at the time of appointment, and the committee shall be considered dissolved when its final report has been made. *Ad hoc* committees shall timely provide the District Manager with their recommendations and/or reports.

## 12. ETHICS TRAINING

- 12.1 Ethics Training (AB1234)
  - (a) Pursuant to Government Code §53234, et seq., all Directors and designated District personnel shall receive at least two (2) hours of ethics training every two years.
  - (b) Each newly elected Board member and designated District personnel shall receive ethics training no later than six (6) months from the first day of service with the District and thereafter shall receive ethics training at least once every two (2) years.
- 12.2 Harassment Prevention Training (AB1825)
  - (a) Pursuant to California's Fair Employment and Housing Act (Government Code section 12900, et seq.), all Directors and designated District personnel shall receive at least two (2) hours of sexual harassment training every two (2) years.
  - (b) Each newly elected Board member and designated District personnel shall receive harassment prevention training no later than six (6) months from the first day of service with the District and thereafter shall receive harassment prevention training at least once every two (2) years.

## 13. CORRESPONDENCE DISTRIBUTION POLICY

- 13.2 All letters and other documents received by the District that are of District-wide concern as determined by District staff shall be delivered to the Board of Directors as herein provided.
- 13.3 All letters and other documents to be delivered to the Board of Directors shall be accumulated and placed in each Director's Information Packet and delivered with the Agenda when a meeting of the Board of Directors is scheduled. Where the materials distributed to Directors concern an item being heard in closed session, the materials shall be deemed confidential. Items of a more urgent matter will be e-mailed to all Directors and placed in Directors' mailboxes.


14. BOARD OF DIRECTORS BYLAW REVIEW POLICY

- 14.1 The Board of Directors' Bylaw Policy shall be reviewed every 2 to 3 years at the first regular meeting in January and considered for adoption at the first regular meeting in February.

15. RESTRICTIONS ON RULES

- 15.1 The rules contained herein shall govern the Board of Directors in all cases to which they are applicable and to the extent that they are not inconsistent with State or Federal laws.
- 15.2 The Board of Directors, by resolution, may amend these bylaws from time to time.

  
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Lisa Lue, District Manager

  
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Steve Nash, President -Board of Directors

Dated: 5/15/25

Originally Adopted:

Amended:

Reaffirmed: