



# County of Santa Cruz

## DEPARTMENT OF COMMUNITY DEVELOPMENT AND INFRASTRUCTURE

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October 1, 2024

Agenda Date: October 17, 2024

Agricultural Policy Advisory Commission  
Aptos Village County Park Meeting Room  
100 Aptos Creek Rd  
Aptos, CA

**Subject: Consider proposed Agricultural Policy Advisory Commission Bylaws and provide a recommendation to the Board of Supervisors.**

### **RECOMMENDED ACTIONS:**

- 1) Consider Agricultural Policy Advisory Commission Bylaws (Exhibit A); and
- 2) Recommend that the Board of Supervisors Adopt the Commission Bylaws as proposed.

### **Executive Summary**

The Agricultural Policy Advisory Commission considered Commission Bylaws at its last meeting on August 15, 2024. As you may recall, the Agricultural Policy Advisory Commission (APAC) Bylaws were provided to clarify the responsibilities of the APAC and format of hearings, including alignment of the Bylaws with recent updates to the Santa Cruz County Boards and Commissions Ordinance, the Brown Act, and with the Board of Supervisors practices and procedures.

Following consideration of the Bylaws, your Commission recommended a continuance for additional review prior to an action by the Commission. In the meantime, the Bylaws were formally prepared by County Counsel to ensure legal compliance with all laws and regulations and practices and procedures of the Board of Supervisors.

Thus, the attached Bylaws (Exhibit A) fully align the Commission Bylaws with the Brown Act, recent updates to Santa Cruz County Code 2.38, known as the "Commissions Policy Ordinance of Santa Cruz County" (Exhibit B), as well as procedural changes that clarify the responsibilities of the Agricultural Policy Advisory Commission and format of hearings. The bylaws include reference to Commissioners required use of Rosenberg's Rules of Order (Exhibit C). These rules provide a simplified set of parliamentary rules used in California to guide the Commission in its proceedings. The bylaws also include a provision for the Chair/Vice Chair service period of one year and reflect procedural changes to assist the Commission Chair and Vice Chair in administering Commission meetings.

Lastly, minor changes are proposed to the Agricultural Policy Advisory Commission ordinance (Exhibit D), Santa Cruz County Code Chapter 2.82, to align the Agricultural Policy Advisory

Commission ordinance with the Commissions Policy Ordinance. These changes are not subject to approval by your Commission though they are included for your information.

Sincerely,

*Sheila McDaniel*

Sheila McDaniel

Secretary to the Agricultural Policy Advisory Commission

- A. Agricultural Policy Advisory Commission Bylaws
- B. Santa Cruz County Code 2.38 (strike out version)
- C. Rosenberg's Rules of Order
- D. Agricultural Policy Advisory Commission Ordinance, Santa Cruz County Code Chapter 2.82 (Strike out)

## **AGRICULTURAL POLICY ADVISORY COMMISSION BYLAWS**

These bylaws are to assist the County of Santa Cruz Agricultural Policy Advisory Commission (“Commission”) in conducting business in an orderly and efficient manner and are adopted pursuant to County Code Section 2.38.140.

1. COUNTY COMMISSION ORDINANCE; AGRICULTURAL POLICY ADVISORY COMMISSION ORDINANCE.

1.1 The Commission is subject to the Commission Policy Ordinance of Santa Cruz County (SCCC Chapter 2.38).

1.2 The Commission is also subject to the County’s Ordinance establishing the Commission (SCCC Chapter 2.82) and has all the powers and duties enumerated in SCCC 2.82.050.

2. RULES OF PROCEDURE; BROWN ACT; QUORUM.

2.1 All meetings shall be conducted pursuant to Rosenberg’s Rules of Order, except as may otherwise be set forth in these Bylaws or expressly dictated by applicable provisions of law.

2.2 All Commission meetings are subject to, and shall be conduct pursuant to, the Ralph M. Brown Act (Govt. Code § 54950 *et seq.*).

2.3 QUORUM.

2.3.1 Quorum for the Commission shall be three regular or alternate members.

2.3.2 The Commission may not take any action without a quorum.

2.3.3 The affirmative vote of the majority of members is required to approve an item, unless a larger percentage of members is required by applicable law.

3. OFFICERS; ALTERNATES.

3.1 Officers Enumerated. The officers of the Commission shall be:

3.1.1 A Chairperson.

3.1.2 A Vice-Chairperson.

3.1.3 A Secretary.

3.1.3.1 The Secretary shall be the Director of the Community Development and Infrastructure Department (“Director”), or designee.

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3.1.3.2 The Director may appoint such other County staff as necessary to ensure the efficient conduct of Commission business.

3.2 Election of Chairperson and Vice-Chairperson.

3.2.1 The Chairperson and Vice-Chairperson shall be elected by the members of the Commission at the first Commission meeting in April, and their terms of office shall be one year.

3.3 Powers and Duties of Chairperson and Vice-Chairperson.

3.3.1 The Chairperson shall control the conduct of meetings of the Commission. Subject to applicable laws, the Chairperson may do all of the following:

3.3.1.1 Set times for public comment.

3.3.1.2 Call for votes on items.

3.3.1.3 Act as the Commission's parliamentarian.

3.3.1.4 Conduct the meeting, including opening and closing public comment and opening and closing Commissioner's questions.

3.3.1.5 Call special meetings of the Commission.

3.3.1.6 Determine the order in which items on the agenda are considered, unless such items are set for specific times on that agenda.

3.3.1.7 Continue any item on the agenda that is not a noticed public hearing, unless overruled by a vote of the Commission.

3.3.2 The Vice-Chairperson shall serve as Chairperson in the absence of the Chairperson.

3.4 Election of Chairperson *Pro Tem*.

3.4.1 On motion of any member present, the members of the Commission may elect a Chairperson *pro tem* in the absence of both the Chairperson and Vice-Chairperson. This action shall implicitly be the first item on any agenda where the Chairperson and Vice-Chairperson are both absent, or immediately prior to or after the departure of either in the event that they have to leave a Commission meeting early.

3.4.2 The Chairperson *pro tem* may appoint a Vice-Chairperson *pro tem* to serve concurrently with the Chairperson *pro tem* as may be needed to conduct Commission business.

3.5 ALTERNATE MEMBERS.

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3.5.1 The Board of Supervisors may appoint an alternate for each member of the Commission pursuant to SCCC 2.38.080.

3.5.2 Alternates shall serve when requested by their corresponding regular Commission member.

3.5.3 The term of office for an alternate shall commence upon appointment and terminate with their corresponding member's term, unless terminated earlier by vacancy, resignation or removal.

4. NOTICE OF PUBLIC MEETINGS; ITEMS NOT ON AGENDA.

4.1 Each agenda for Commission meetings shall be posted prior to that meeting as required by the Brown Act.

4.1.1 Posting of Agenda. Said agenda shall also be posted at least seventy-two (72) hours prior to a regular meeting at a location that is freely accessible to the public.

4.1.2 Posting of Agenda Online. A direct link to the agenda shall also be posted at least seventy-two (72) hours prior to the regular meeting on the primary home page of the County's website. The Director shall be responsible for posting the agenda online in compliance with the Brown Act.

4.1.3 Contents of Agenda. The agenda shall contain a brief general description of each item of business to be transacted or discussed at the meeting. Each agenda for regular meetings of the Commission shall also contain the following:

4.1.3.1 Additions or corrections to the agenda.

4.1.3.2 Declaration of *ex parte* information by members.

4.1.3.3 General public comment (oral communication) for items not on agenda within the Commission's jurisdiction.

4.1.3.4 Commissioner Presentations

4.1.3.5 Updates from the Agricultural Commissioner's Office

4.1.3.6 Updates from the Community Development and Infrastructure Staff Planner.

4.1.3.6.1 Upcoming meetings and agendas may be included in the Staff Planner updates.

4.1.3.7 Consent calendar, for items not specifically requiring discussion or presentation.

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4.1.3.7.1 Approval of past meetings' minutes may be included on the consent calendar.

4.1.3.8 Discussion calendar, for scheduled items requiring discussion or presentation.

4.1.3.9 Written communications.

4.1.4 Member's Packets. Generally speaking, and subject to staff availability, agendas and supporting materials packets will be provided to Commission members and/or designated alternates approximately one-week prior to regularly-noticed Commission meetings.

4.1.5 Special Meetings. All special meetings shall be noticed and conducted pursuant to the requirements of the Brown Act. No business other than that listed on the agenda shall be considered at a special meeting.

4.2 Action on Items Not on Agenda. No action or discussion shall be undertaken on any item not appearing on the posted agenda except that members of the Commission may briefly respond to statements made or questions posed by persons exercising their public testimony rights or ask a question for clarification, refer the matter to staff or to other resources for factual information, or request staff to report back at a subsequent meeting concerning any matter.

4.2.1 Notwithstanding the foregoing, action may be taken on an item of business not appearing on the posted agenda pursuant to Government Code section 54952.2(b) and as provided for in that statute.

4.3 Calling Special Meetings.

4.3.1 The Chairperson may call special meetings. In the absence or unavailability of the Chairperson, the Vice-Chairperson may call special meetings. In the absence or unavailability of both, the Secretary may call special meetings.

4.3.2 The Secretary shall provide notice of any called special meeting to Commissioners and/or their alternates, as applicable, at least twenty-four (24) hours prior to the date of any special meeting by both email and telephone.

## 5. MEETING SCHEDULE

5.1 Meetings for the next calendar year shall be scheduled by Commission Action during the first Commission meeting in October, or at the first regularly scheduled meeting thereafter.

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5.2 The Commission shall schedule six regular meetings a year. These shall generally fall on the third Thursday bi-monthly, unless meeting room space cannot be obtained, and shall commence at 1:30 p.m.

5.3 Regular meetings may be cancelled by the Secretary as warranted by special circumstances, such as holidays or lack of business.

5.4 The Commission as a body, or the Secretary, may schedule additional meetings as necessary to meet the needs of the community, the Board of Supervisors, or the Commission. Night and/or out-of-building meetings may also be scheduled at the discretion of the Chairperson or Secretary.

5.5 The Commission may also hold special meetings as it deems necessary.

6. ATTENDANCE BY MEMBERS.

6.1 Every member shall notify the Secretary and that member's alternate member in advance of any Commission meeting they are not able to attend. That notification should occur at least one week prior to the scheduled meeting, unless dictated otherwise by circumstances beyond the member's control.

6.2 Unscheduled vacancies, based on the absence of a member, shall be created pursuant to SCCC 2.38.200.

7. MEMBERS ABSENT FOR PORTIONS OF PUBLIC HEARINGS.

7.1 In the event a member is absent from all or a portion of a public hearing required by the County's Code or State law, the member may not vote or participate in the discussion on that item unless the member:

7.1.1 Has reviewed the prior evidence and listened to the recording(s) of the prior testimony, and has so stated for the record;

7.1.2 Examines all of the documentary material received prior to or during the hearing, or portion of the hearing, from which the member was absent; and

7.1.3 Deems himself to be as familiar with the record and with the information presented at the hearing as the member would have been had they personally attended the entire hearing, and so states for the record.

8. CONTINUANCE OF PUBLIC HEARINGS.

8.1 It is the policy of the Commission to attempt to accommodate persons on the scheduling of items.

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8.2 The Commission recognizes the interest of both applicants and other interested persons to provide complete information to the Commission on items before it, as well as the public's interest in the timely resolution of Commission business. The Commission, therefore, has discretion to continue items subject to applicable legal requirements. Subject to a vote of the Commission, it may open a public hearing and:

8.2.1 Continue the public hearing to the date requested, to the next available agenda, or to another future date at the discretion of the Commission, with or without taking public comment;

8.2.2 Hear the staff presentation, and hear the testimony of those who are present and wish to speak, and then continue the hearing for the hearing of additional testimony; or

8.2.3 Determine to proceed with the public hearing and take action despite a request for a continuance.

9. PUBLIC PARTICIPATION / ORAL COMMUNICATIONS.

9.1 Public participation in Commission meetings shall be governed by the requirements of the Brown Act.

9.1.1 Members of the public shall be given the opportunity to comment on any issue within the Commission's jurisdiction.

9.1.2 Members of the public shall also be given the opportunity to comment on any item on the meeting's agenda prior to the Commission taking action on that item.

9.1.3 The Chairperson may determine when said public comment takes place, so long as the public has the opportunity to comment on agenda items prior to the Commission taking action on those items.

9.2 The Chairperson may determine reasonable limits on the duration of public comment for each speaker. The following are non-binding suggestions for allotments of time for various types of public comment:

9.2.1 Two minutes for general public comment.

9.2.1.1 In order to facilitate timely completion of Commission business, at the discretion of the Chairperson, general public comment may also be held at the end of the Commission's meeting, or be paused and resumed after the Commission takes action on the consent calendar and discussion calendar.

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9.2.1.2 Each person may only participate once in general public comment per meeting.

9.2.2 Two minutes for public comment on any item on that meeting's agenda, provided that such public comment take place prior to the Commission taking action on that item.

9.2.2.1 Each member of the public shall only be allowed to provide comment once per agenda item.

10. ACTIONS BY COMMISSION ON SPECIFIC ITEMS.

10.1 Study Sessions. Study sessions are items on the discussion calendar where staff may provide information on ongoing projects to the Commission and solicit the Commission's input prior to bringing the final item to the Commission for action. The Commission may not take formal action on a study session item.

10.2 Action on Minutes of Previous Meeting. Any Commission member may vote to approve the minutes of any meeting at which they were present for the duration of that meeting.

10.2.1 Commission members who were not present for the entire duration of a meeting, or were absent, may also vote to approve meeting minutes from that meeting so long as they can truthfully represent that they reviewed the audio recording of said meeting, are familiar with its contents, and that the meeting minutes are a fair and accurate representation of what transpired at that meeting.

10.3 If the Commission is unable to reach any decision on an application or appeal, that item will be continued to the next regularly-scheduled meeting of the Commission. If no action is taken at such a continued hearing, the application or appeal shall be deemed denied.

11. PUBLIC HEARINGS.

11.1 The Commission holds public hearings on items requiring a public hearing by State law or the County Code. Evidence may or may not be required to be taken.

11.2 Public hearings should be noted on the discussion calendar of agendas as scheduled items.

11.3 Public hearings on permits and appeals should be conducted as follows:

11.3.1 The Commission Secretary reads the scheduled item description into the record and identifies the staff planner responsible for the item.

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11.3.2 Staff presents its proposal, staff report, and recommendations. Any written comments received before the hearing are summarized.

11.3.3 Commission members may ask questions of staff in the order directed by the Chairperson.

11.3.4 Applicant may make a presentation and provide pertinent information. Applicant shall be given 10 minutes for their initial presentation and may reserve a portion of that time for rebuttal.

11.3.4.1 In the event that the hearing is on an appeal, and the applicant is not the appellant, the appellant shall speak first and shall be provided the same time to speak as the applicant.

11.3.5 In the order directed by the Chairperson, Commission members may ask questions of applicant.

11.3.6 The Chairperson opens public comment and public comment is received pursuant to Section 9.2.2 above. The Chairperson closes public comment.

11.3.7 Applicant may rebut arguments presented by the public. Applicants shall be provided five minutes, plus any time reserved from their opening remarks.

11.3.7.1 In the event that the hearing is on an appeal, and the applicant is not the appellant, the appellant shall be provided the same time to speak as the applicant.

11.3.7.2 The applicant shall provide rebuttal comments last.

11.3.8 In the order directed by the Chairperson, Commission members may ask further questions of the applicant or staff.

11.3.9 Commission takes action by motion.

11.4 The Chairperson shall have the option of granting additional time as appropriate to address unique issues related to the proposed project.

## 12. AMENDMENT OR REVISION OF BYLAWS.

12.1 These Bylaws may be amended by the Commission at any time by three votes, subject to approval by the Board of Supervisors.

12.2 No changes to the Bylaws shall be effective without approval of the Board of Supervisors. (SCCC 2.38.140.)

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13. WRITTEN COMMUNICATIONS.

13.1 All correspondence addressed to the Commission relating to general issues within the Commission's jurisdiction shall be identified in the "Written Communications" section of the agenda, provided to the members and included in the record for that Commission meeting if received prior to the date the agenda is published for that meeting.

13.2 If written communication relating to a specific agenda item is received prior to that item being heard, the Secretary or designee shall provide it to all members, make copies available to the public, and it shall become part of the record for that meeting. If it is received after the agenda is published for a specific meeting, it shall be labeled "Late Correspondence" and marked with the date and time it was received.

14. CONFLICT OF INTEREST.

14.1 Each member shall comply with the conflict-of-interest requirements of State law and SCCC 2.38.270.

14.2 Commission members shall comply with SCCC 2.38.270(D). Any member that determines that they have a conflict of interest on an item under consideration shall recuse themselves from discussion and voting on the item.

15. RECEIPT OF INFORMATION *EX PARTE* BY MEMBERS.

15.1 A member who has met with applicants or others regarding a proposed project, or who has received oral or written information outside of a hearing or has viewed the subject property, or is familiar with the subject property, shall fully disclose such ex parte communications and disclose at the beginning of the hearing such information and his or her observations and familiarity with the property so that the applicant, opponents, interested persons, planning staff and other members of the Commission may be aware of the facts or information upon which they are relying and have an opportunity to support or controvert the facts or information.

15.2 All written information received outside of the hearing shall be filed with the Commission Secretary. This requirement shall not apply to broad policy issues applicable County-wide as distinguished from projects affecting individual parcels of property or to factual inquiries made to and received from County staff.

16. SUBCOMMITTEES.

16.1 Any subcommittees shall comply with the notice and agenda requirements otherwise applicable to the Commission by the Bylaws and Brown Act, as applicable.

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16.2 Subcommittees shall be formed pursuant to SCCC 2.38.230.

16.3 Subcommittees shall be composed of less than a quorum of the members of the Commission.

**Chapter 2.38**  
**BOARDS, COMMISSIONS, COMMITTEES AND DEPARTMENT ADVISORY**  
**GROUPS GENERALLY**

Sections:

- 2.38.010 Title for citation.**
- 2.38.020 Policy declaration.**
- 2.38.030 Definitions.**
- 2.38.040 Scope of provisions.**
- 2.38.050 Effect of provisions.**
- 2.38.060 Commission creation procedures.**
- 2.38.070 Committee creation procedures.**
- 2.38.071 Department advisory group creation procedures.**
- 2.38.080 Membership qualifications and nomination.**
- 2.38.090 Application for appointment.**
- 2.38.100 Terms of office.**
- 2.38.110 Compliance with Brown Act.**
- 2.38.120 Officers.**
- 2.38.130 Meetings.**
- 2.38.140 Bylaws.**
- 2.38.150 Quorum.**
- 2.38.160 Agendas and mMinutes of meetings.**
- 2.38.170 Reports.**
- 2.38.180 Stipends and eExpenses.**
- 2.38.190 County staff support.**
- 2.38.200 Vacancies.**
- 2.38.230 Subcommittee establishment or dissolution.**
- 2.38.240 Additional regulations.**
- 2.38.250 Exceptions.**
- 2.38.260 Public records maintenance.**
- 2.38.270 Ethical obligations ~~Conflict of interest code adoption.~~**
- 2.38.280 Noncompliance—Penalty.**

**2.38.010 Title for citation.**

This chapter shall be known as the “Commissions Policy Ordinance of Santa Cruz County.”

**2.38.020 Policy declaration.**

The public’s trust in their government may be sustained only as long as the public remains involved in the deliberations essential to responsible decision-making by that government. The Board of Supervisors wishes to preserve this public trust by openly seeking advice, ideas and recommendations from the citizens of the County. Accordingly, the Board wishes to provide equal opportunities for public service and encourages citizens, regardless of their political

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affiliation, race, color, creed, religion, national origin, ancestry, disability, medical condition (cancer related and genetic characteristics), marital status, sex, sexual orientation, gender, age (over 18), veteran status, pregnancy, or other non-merit factor, to serve on commissions and committees subordinate ~~advisory~~ to the Board. Furthermore, the Board believes the performance of these commissions and committees can be enhanced by creating and by administering them according to a consistent policy.

**2.38.030 Definitions.**

The following words, whenever used in this chapter, shall have the meanings set forth in this section:

(A) “Board” means any subordinate ~~advisory~~ body created by the Board of Supervisors to exist for longer than two years and designated as a “board” by a ~~F~~ederal or State statute. Unless otherwise indicated, the regulations applicable to commissions shall be equally applicable to boards.

(B) “Bylaws” means the written procedures for the conduct of business by each commission or committee which have been approved by the Board of Supervisors.

(CB) “Commission” means any subordinate ~~advisory~~ body created by the Board of Supervisors to exist for longer than two years. “Commission” shall not mean any group composed solely of County staff persons.

(DE) “Committee” means any subordinate ~~advisory~~ body created by the Board of Supervisors to exist for two years or less. “Committee” shall not mean any group composed solely of County staff persons.

(ED) “Department advisory group” means any advisory body created by a County department or agency. “Department advisory group” shall not include any advisory body, a majority of whose members are County employees or other non-County public employees.

(FE) “Ordinance” means any local law approved as to form by the County Counsel and adopted pursuant to Government Code Section 25120 et seq. by the Board of Supervisors.

(G) “Staff Liaison” means the county employee designated by the head of a department or in a board, commission, or committee’s authorizing ordinance to perform the administrative work for a board, commission, committee, or advisory group.

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**2.38.040 Scope of provisions.**

This chapter shall apply to any subordinate advisory board, commission, committee or department advisory group over which the County has appointing authority or jurisdiction. Nothing in this chapter shall be interpreted or applied so as to create any power, duty or condition in conflict with any ~~F~~federal or State statute.

**2.38.080 Membership qualifications and nomination.****(A) Eligibility.**

(1) Each member of a commission, committee or department advisory group shall be a resident of or employed in Santa Cruz County, except that non-employee residents of other counties may be appointed to a commission, committee or department advisory group when the commission, committee or department advisory group is established jointly with an out-of-County entity or has designated seats for other local entities within Santa Cruz County.

(2) Any person over the age of 14, or in their freshmen year of high school or equivalent, shall be eligible to serve on any commission or committee as determined by the Board provided that the applicant meets all other educational or experience requirements, as required in the commission or committee's authorizing ordinance or by statute.

**(B) Equal Representation. The Board of Supervisors shall make appointments to commissions and committees as provided herein.**

(1) Allocated Nominations. When statutory provisions or special membership requirements do not restrict such a policy, each Supervisor shall nominate an equal number of persons who may reside within the Supervisor's district to serve on each commission or committee.

(2) At-Large Nominations. Equal representation of each supervisorial district may be waived, and at-large nominations may be considered for appointment by the Board of Supervisors when, in the opinion of the Board:

- (a) Members should represent socio-economic categories;
- (b) Members should represent categories of expertise;

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(c) The number of members required by statute is not a multiple of five; or

(d) Members should represent specific institutions, public agencies, or community organizations in the County.

(3) Appointments of At-Large Nominees. Unless there is only one at-large nomination forwarded by a public agency, community organization or other designated sponsor for appointment by the Board of Supervisors, which may be placed on the consent agenda of the board, the board shall nominate and approve all at-large appointments as provided in SCCC [2.38.220](#).

(C) Alternate Members. No alternate members shall be appointed to serve on any commission or committee unless deemed necessary by the Board of Supervisors, designated in a commission or committee's authorizing ordinance, or as mandated or permitted by State or federal authority.

(D) Department Advisory Group Representation. The agency or department head selecting the members of a department advisory group shall ensure that a broad range of qualified members of the public are provided an opportunity to request selection to the group. Persons meeting the minimum qualifications for service on the department advisory group shall, as much as possible, also be generally representative of the diverse skills, backgrounds, interests, and demography of persons residing in the County.

#### **2.38.090 Application for appointment.**

(A) Any person seeking appointment to any ~~advisory subordinate~~ body to which the Board of Supervisors makes appointments ~~may~~ shall submit to the board a written application expressing their interest in serving on such ~~advisory~~ body.

(B) Any person seeking to serve on a department advisory group may submit to the agency or department head selecting the group a written request expressing their interest in serving on such advisory body. The agency or department head shall maintain a copy of all such requests for selection to a department advisory group.

#### **2.38.120 Officers.**

(A) Each commission and committee shall elect its chairperson and vice-chairperson. Each commission and committee may also elect a co-chairperson in lieu of a vice-chairperson, if established in the body's authorizing ordinance or bylaws.

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(1) Commission officers shall be elected during the commission's first meeting after the commission is established at which a majority of the members are present, ~~and Annually,~~ thereafter, commission officers shall be elected during the first meeting in April, or if the commission does not meet in April, at the next subsequent meeting, ~~of each year.~~ Commission officers may serve for up to two consecutive years and shall be eligible to serve again after a one-year "sit-out" period.

(2) Committee officers shall be elected during the committee's first meeting at which a majority of the members are present and shall serve for the life of the committee.

**2.38.130 Meetings.**

(A) Open and Public. Each commission and committee meeting shall be open and public. All commissions and committees shall hold regular meetings, ~~the time and place for which shall be determined by a majority of the members,~~ as specified in the commission's or committee's authorizing ordinance or bylaws, and approved by the Board of Supervisors.

(1) A calendar designating the time and place of such regular meetings shall be determined by a majority of the members at the first meeting in April, or if a commission does not meet in April, at the next subsequent meeting.

(2) All commission and committee meetings shall be held at locations which are accessible to the public and which are functional for, usable, and accessible to persons with a disability.

(B) Executive or Closed Sessions. No commission or committee shall hold an executive session, a closed session, or any other meeting excluding the public, without first receiving written authorization from the County Counsel to hold such a session or meeting. The County Counsel shall be represented at all executive or closed sessions held by any commissions or committees.

(C) A department advisory group shall comply with the meeting procedures specified in the notification provided pursuant to SCCC 2.38.071(A)(5). All department advisory group meetings shall be held at locations which are functional for, usable, and accessible to persons with a disability.

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**2.38.160 Agendas and mMinutes of meetings.**

(A) The official agenda for each public meeting shall be prepared in accordance with any legal requirements by the designated Staff Liaison of each commission or committee unless the body's authorizing ordinance provides for a different designee. The Staff Liaison may consult with or seek input from the chair of the body, or in the chair's absence or unavailability, the vice chair or co-chairperson, during the preparation of the agenda. The Staff Liaison is also responsible for ensuring the official meeting agenda is properly noticed and posted according to law.

(B) ~~(A)~~—Official minutes recording the motions entertained and actions taken at each commission or committee meeting shall be prepared by the Staff Liaison, or designee as authorized within the body's authorizing ordinance, and submitted to by each commission and committee to the Board of Supervisors, the Clerk of the Board, and the County Administrative Office.

(C) ~~(B)~~—Minutes of a department advisory group shall be prepared and maintained by the agency or department head, or their designee.

**2.38.180 Stipends and eExpenses.**

(A) The members of each commission and committee may receive a stipend as compensation for their public service as established annually by resolution of the Board of Supervisors.

(B) The members of each commission and committee may receive reimbursement for traveling and other expenses incurred while on official business of the County when such reimbursement is approved in advance by the Board of Supervisors.

(BC) The members of a department advisory group shall not be entitled to a stipend nor to reimbursement for traveling and other expenses.

**2.38.190 County staff support.**

(A) The Board of Supervisors shall, when feasible, provide that each commission and committee be assisted by the County department most closely related to the function of such commission or committee, and the head of such department may designate as administrative secretary a Staff Liaison to support such commission or committee. ~~the head of such department; the department head may designate their representative to serve as administrative secretary.~~

(B) An agency or department head may, at their discretion, designate a staff liaison to assist a department advisory group.

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(C) The Staff Liaison duties shall include:

- (1) Assisting with any administrative operation and functions of the commission or committee;
- (2) Serving as the clerk in preparation of and during any public meeting;
- (3) Facilitating the onboarding orientation for each new commission or committee member in compliance with the procedures set forth in the applicable section of the Clerk of the Board's Policies and Procedures Manual;
- (4) Recording the attendance of any trainings required by the commission or committee's authorizing ordinance, bylaws, or State or federal law;
- (5) Ensuring that each commissioner or committee member complies with all relevant laws and provisions of this chapter; and
- (6) Other duties as assigned by the Staff Liaison's Department Head or as necessary for the support of the commission or committee.

**2.38.200 Vacancies.****(A) Reporting unscheduled vacancies.**

- (1) An unscheduled vacancy due to an abandoned seat shall be created ~~exist~~ whenever a commission or committee member fails to:
  - (a) Attend ~~three-two~~ consecutive regular meetings, or another attendance number as designated in the body's bylaws, without prior notice to the Staff Liaison ~~good cause~~, and as documented in the minutes of the commission or committee; or
  - (b) Complete any training, ethical, or legal requirements mandated by law or as required in the body's authorizing ordinance or bylaws.
- (2) Any unscheduled vacancy created by ~~caused by~~ the death, incapacitation, removal ~~termination~~, or voluntary resignation of a commission or committee member shall be reported in writing by the commission or committee ~~chairperson~~ Staff Liaison to the Board and the Clerk of the Board. Where an unscheduled vacancy has occurred as set forth in subsection (A)(1), ~~the member vacating their seat shall be copied on the reporting correspondence.~~ the Staff Liaison shall inform the Board of Supervisors and the Clerk of

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the Board and request initiation of the process to fill the abandoned seat, with a copy of the notification sent to the vacating commission or committee member.

(3) Whenever the Board receives notification knowledge of an unscheduled vacancy, from a Staff Liaison and/or affiliated Department, whatever source, it shall proceed to fill the vacancy pursuant to subsection (B), below.

(4) A commission or committee may not adopt a rule providing for the removal or suspension of a member which differs from subsection (A)(1) above without approval of the Board of Supervisors.

(B) Filling unscheduled vacancies.

(1) Whenever any unscheduled vacancy occurs in any commission or committee as set forth in subsection (A) above; whether due to removal, resignation, death, termination, or other causes, a special notice of vacancy shall be posted by in the office of the Clerk of the Board in a physical location at the County Building and on the County's Commissions, Committees, and Subordinate Bodies Vacancy webpage. ~~and no appointment to fill such vacancy shall be made until at least 10 working days have passed after the posting of such notice, except as provided herein.~~

(2) To fill an unscheduled vacancy for ~~If the vacancy is for an appointment to be made by an individual Supervisor a specific district-nominated seat~~, the nominating appointing Supervisor may make a nomination to fill such vacancy at any time 10 days after the special notice of vacancy has been posted after the 10-day period has expired, by placing a letter recommending a person for appointment on the Board's consent agenda.

(3) To fill an unscheduled vacancy for an at-large seat, nominations may be made at any time at least 20 days after the special notice of vacancy has been posted. ~~When an unscheduled vacancy is for an appointment to be made by the Board as a whole, on an at-large basis, the special notice of vacancy shall be placed on the consent agenda of the Board within 20 days after the vacancy occurs. Nominations for appointment to fill any such at-large vacancy may be made at any meeting held at least two weeks after the date that the notice of vacancy appears on the Board's consent agenda, and the final~~ appointment to fill such at-large vacancy shall be made at the next succeeding meeting of the Board, or at any later meeting, as an item on its regular agenda.

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Notwithstanding the above, when there is only one ~~at-large~~ nomination for an at-large vacancy forwarded by a public agency, community organization or other designated sponsor for appointment by the Board of Supervisors, the nomination may be placed on the Board's consent agenda pursuant to the procedure in subsection (2), above.

~~(4) Notwithstanding the foregoing, the Board may, if it finds that an emergency exists, fill any vacancy immediately by appointing a person to serve on an acting basis until a final appointment is made, pursuant to this section and subsection (C), below. Except for emergency appointments, all vacancies shall be filled by personnel appointed by the Board to serve for the remainder of the unexpired term. The commissions' or committees' recommendations concerning successors may be submitted to the Board of Supervisors.~~

~~(5) For the purpose of this section, a vacancy shall exist from the date of removal, resignation, death, termination or other completion of the term.~~

(C) Filling scheduled vacancies.

(1) On or before December 31st of each year, the Clerk of the Board of Supervisors shall prepare an appointment list of all regular and ongoing commissions and committees, which shall contain the following information:

- (a) A list of all appointive terms which will expire during the next calendar year, with the name of the incumbent appointee, the date of appointment, the date the term expires, and the necessary qualifications for the position.
- (b) A list of all commissions and committees whose members serve at the pleasure of the Board of Supervisors and the necessary qualifications for each position.

(2) Scheduled vacancies shall be filled in compliance with the provisions of SCCC 2.38.080(B).

(D) Emergency appointments. (4)—Notwithstanding the foregoing, the Board may, if it finds that an emergency exists, fill any vacancy immediately by appointing a person to serve on an acting basis until a final appointment is made, pursuant to this section and subsection (C), below. Except for emergency appointments, all vacancies shall be filled by personnel appointed

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by the Board to serve for the remainder of the unexpired term. The commissions' or committees' recommendations concerning successors may be submitted to the Board of Supervisors.

(E) Except for emergency appointments, all vacancies shall be filled by a person appointed by the Board to serve for the remainder of the unexpired term. A commission's or committee's recommendations for the filling of vacancies may be submitted to the Board of Supervisors for consideration.

### **2.38.270 ~~Conflict of interest code adoption.~~ Ethical obligations.**

~~(A) Those boards, commissions and committees referred to in this chapter which possess decision-making authority shall develop and adopt a conflict of interest code in accordance with the Political Reform Act of 1974, which shall take effect upon approval by the Board of Supervisors. Once a commission or committee member accepts appointment, the member becomes a representative of the County. Upon taking their oath of office, a member must comport themselves in a manner consistent with the public trust and carry out their duties in a manner that serves the residents of the County and the Board of Supervisors.~~

~~(B) Pursuant to the provisions of Those subordinate bodies referred to in this chapter which possess decision-making authority shall develop and adopt a conflict-of-interest code in accordance with the Political Reform Act of 1974, which shall take effect upon approval by the Board of Supervisors. Members of these bodies shall be responsible for the timely and accurate filing of a Statement of Economic Interests financial disclosure (Form 700) in compliance with the applicable conflict-of-interest code.~~

(1) As defined under Title 2, California Code of Regulations, Section 18700, a commission or committee is deemed to possesses decision-making authority whenever if within its duties:

~~(a1)~~ It may make a final governmental decision;

~~(b2)~~ It may compel or prevent a governmental decision, either by reason of an exclusive power to initiate the decision or by reason of a veto which may not be overridden; or

~~(c3)~~ It makes substantive recommendations and, over an extended period of time, those recommendations have been regularly approved without significant amendment or modification by another public official or governmental agency.

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(2) When acting in a decision-making or “quasi-judicial” role, commission and committee members must ensure that the parties appearing before them receive a fair and unbiased hearing under the Due Process clause of the U.S. Constitution. Commissioners must listen to and consider all evidence presented during the hearing by the parties and make decisions based upon the evidence and governing law. Bodies that act in a quasi-judicial capacity may adopt additional rules or procedures for conducting the hearings and the conduct of the commissioners regarding evidence and witnesses, subject to approval of the Board of Supervisors.

(C) For the purposes of this section, the following boards, commissions, and committees shall be deemed to possess decision-making authority:

(1) Boards:

- (a) Assessment Appeals Board<sub>;</sub>
- (b) Workforce Development Board;

(2) Commissions:

- (a) Agricultural Policy Advisory Commission<sub>;</sub>
- (b) Arts Commission<sub>;</sub>
- (c) Civil Service Commission<sub>;</sub>
- (d) ~~Fish and Wildlife Advisory Commission~~ Emergency Management Council<sub>;</sub>
- (e) ~~Animal Nuisance Abatement Appeals Commission~~ Environmental Health Appeals Commission<sub>;</sub>
- (f) ~~Parks and Recreation Commission~~ First 5 Commission<sub>;</sub>
- (g) ~~Planning Commission~~ Fish and Wildlife Advisory Commission<sub>;</sub>
- (h) ~~Human Services Commission~~ Integrated Community Health Centers Co-Applicant Commission<sub>;</sub>
- (i) ~~Santa Cruz-Monterey-Merced County Managed Medical Care Commission~~ Mental Health Advisory Board<sub>;</sub>
- (j) ~~First 5 Commission~~ Parks and Recreation Commission;

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(k) Planning Commission; and

(l) Treasury Oversight Commission.

~~(3) Committees: Environmental Review Committee.~~

(D) Any commission or committee member with a conflict of interest shall refrain from participating in any item placed on a meeting agenda of their appointed body. A “conflict of interest” includes both statutory and common law conflicts, as described herein:

(1) A public official at any level of State or local government may not make, participate, in making, or in any way use or attempt to use their official position to influence a governmental decision when the official knows or has reason to know that the official has a disqualifying financial interest. A public official has a disqualifying financial interest if the decision will have a reasonably foreseeable material financial effect, distinguishable from the effect on the public generally, directly on the official or the official’s immediate family, or any financial interest, as further described in 2 California Code of Regulations Section 18700(a)(6).

(2) A common law conflict of interest may exist and is prohibited when a member is placed in a position where a decision creates a division between the member’s duty of loyalty to the public and their private, personal interests, including but not limited to non-economic interests and/or the appearance of impropriety due to personal, professional and/or business relationships.

(E) A board, commission or committee member may not use their appointment for private gain or advantage, or for prestige or influence of the individual’s position, including but not limited to:

(1) Directly or indirectly soliciting, seeking or accepting loans, gifts, gratuities, business, contracts, compensation, or favors from business firms or agents who deal with the County;

(2) Using Information not readily available to the general public, gained in the course of service to the Commission, for private gain or advantage or for the gain or advantage of another.;

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# Rosenberg's Rules of Order

REVISED 2011

*Simple Rules of Parliamentary Procedure for the 21st Century*

*By Judge Dave Rosenberg*

Exhibit C



## MISSION AND CORE BELIEFS

To expand and protect local control for cities through education and advocacy to enhance the quality of life for all Californians.

## VISION

To be recognized and respected as the leading advocate for the common interests of California's cities.

### About the League of California Cities

Established in 1898, the League of California Cities is a member organization that represents California's incorporated cities. The League strives to protect the local authority and autonomy of city government and help California's cities effectively serve their residents. In addition to advocating on cities' behalf at the state capitol, the League provides its members with professional development programs and information resources, conducts education conferences and research, and publishes Western City magazine.

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### ABOUT THE AUTHOR

Dave Rosenberg is a Superior Court Judge in Yolo County. He has served as presiding judge of his court, and as presiding judge of the Superior Court Appellate Division. He also has served as chair of the Trial Court Presiding Judges Advisory Committee (the committee composed of all 58 California presiding judges) and as an advisory member of the California Judicial Council. Prior to his appointment to the bench, Rosenberg was member of the Yolo County Board of Supervisors, where he served two terms as chair. Rosenberg also served on the Davis City Council, including two terms as mayor. He has served on the senior staff of two governors, and worked for 19 years in private law practice. Rosenberg has served as a member and chair of numerous state, regional and local boards. Rosenberg chaired the California State Lottery Commission, the California Victim Compensation and Government Claims Board, the Yolo-Solano Air Quality Management District, the Yolo County Economic Development Commission, and the Yolo County Criminal Justice Cabinet. For many years, he has taught classes on parliamentary procedure and has served as parliamentarian for large and small bodies.



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## INTRODUCTION

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The rules of procedure at meetings should be simple enough for most people to understand. Unfortunately, that has not always been the case. Virtually all clubs, associations, boards, councils and bodies follow a set of rules — *Robert's Rules of Order* — which are embodied in a small, but complex, book. Virtually no one I know has actually read this book cover to cover. Worse yet, the book was written for another time and for another purpose. If one is chairing or running a parliament, then *Robert's Rules of Order* is a dandy and quite useful handbook for procedure in that complex setting. On the other hand, if one is running a meeting of say, a five-member body with a few members of the public in attendance, a simplified version of the rules of parliamentary procedure is in order.

Hence, the birth of *Rosenberg's Rules of Order*.

What follows is my version of the rules of parliamentary procedure, based on my decades of experience chairing meetings in state and local government. These rules have been simplified for the smaller bodies we chair or in which we participate, slimmed down for the 21st Century, yet retaining the basic tenets of order to which we have grown accustomed. Interestingly enough, *Rosenberg's Rules* has found a welcoming audience. Hundreds of cities, counties, special districts, committees, boards, commissions, neighborhood associations and private corporations and companies have adopted *Rosenberg's Rules* in lieu of *Robert's Rules* because they have found them practical, logical, simple, easy to learn and user friendly.

This treatise on modern parliamentary procedure is built on a foundation supported by the following four pillars:

1. **Rules should establish order.** The first purpose of rules of parliamentary procedure is to establish a framework for the orderly conduct of meetings.
2. **Rules should be clear.** Simple rules lead to wider understanding and participation. Complex rules create two classes: those who understand and participate; and those who do not fully understand and do not fully participate.
3. **Rules should be user friendly.** That is, the rules must be simple enough that the public is invited into the body and feels that it has participated in the process.
4. **Rules should enforce the will of the majority while protecting the rights of the minority.** The ultimate purpose of rules of procedure is to encourage discussion and to facilitate decision making by the body. In a democracy, majority rules. The rules must enable the majority to express itself and fashion a result, while permitting the minority to also express itself, but not dominate, while fully participating in the process.

### Establishing a Quorum

The starting point for a meeting is the establishment of a quorum. A quorum is defined as the minimum number of members of the body who must be present at a meeting for business to be legally transacted. The default rule is that a quorum is one more than half the body. For example, in a five-member body a quorum is three. When the body has three members present, it can legally transact business. If the body has less than a quorum of members present, it cannot legally transact business. And even if the body has a quorum to begin the meeting, the body can lose the quorum during the meeting when a member departs (or even when a member leaves the dais). When that occurs the body loses its ability to transact business until and unless a quorum is reestablished.

The default rule, identified above, however, gives way to a specific rule of the body that establishes a quorum. For example, the rules of a particular five-member body may indicate that a quorum is four members for that particular body. The body must follow the rules it has established for its quorum. In the absence of such a specific rule, the quorum is one more than half the members of the body.


### The Role of the Chair

While all members of the body should know and understand the rules of parliamentary procedure, it is the chair of the body who is charged with applying the rules of conduct of the meeting. The chair should be well versed in those rules. For all intents and purposes, the chair makes the final ruling on the rules every time the chair states an action. In fact, all decisions by the chair are final unless overruled by the body itself.

Since the chair runs the conduct of the meeting, it is usual courtesy for the chair to play a less active role in the debate and discussion than other members of the body. This does not mean that the chair should not participate in the debate or discussion. To the contrary, as a member of the body, the chair has the full right to participate in the debate, discussion and decision-making of the body. What the chair should do, however, is strive to be the last to speak at the discussion and debate stage. The chair should not make or second a motion unless the chair is convinced that no other member of the body will do so at that point in time.

### The Basic Format for an Agenda Item Discussion

Formal meetings normally have a written, often published agenda. Informal meetings may have only an oral or understood agenda. In either case, the meeting is governed by the agenda and the agenda constitutes the body's agreed-upon roadmap for the meeting. Each agenda item can be handled by the chair in the following basic format:



**First**, the chair should clearly announce the agenda item number and should clearly state what the agenda item subject is. The chair should then announce the format (which follows) that will be followed in considering the agenda item.

**Second**, following that agenda format, the chair should invite the appropriate person or persons to report on the item, including any recommendation that they might have. The appropriate person or persons may be the chair, a member of the body, a staff person, or a committee chair charged with providing input on the agenda item.

**Third**, the chair should ask members of the body if they have any technical questions of clarification. At this point, members of the body may ask clarifying questions to the person or persons who reported on the item, and that person or persons should be given time to respond.

**Fourth**, the chair should invite public comments, or if appropriate at a formal meeting, should open the public meeting for public input. If numerous members of the public indicate a desire to speak to the subject, the chair may limit the time of public speakers. At the conclusion of the public comments, the chair should announce that public input has concluded (or the public hearing, as the case may be, is closed).

**Fifth**, the chair should invite a motion. The chair should announce the name of the member of the body who makes the motion.

**Sixth**, the chair should determine if any member of the body wishes to second the motion. The chair should announce the name of the member of the body who seconds the motion. It is normally good practice for a motion to require a second before proceeding to ensure that it is not just one member of the body who is interested in a particular approach. However, a second is not an absolute requirement, and the chair can proceed with consideration and vote on a motion even when there is no second. This is a matter left to the discretion of the chair.

**Seventh**, if the motion is made and seconded, the chair should make sure everyone understands the motion.

This is done in one of three ways:

1. The chair can ask the maker of the motion to repeat it;
2. The chair can repeat the motion; or
3. The chair can ask the secretary or the clerk of the body to repeat the motion.

**Eighth**, the chair should now invite discussion of the motion by the body. If there is no desired discussion, or after the discussion has ended, the chair should announce that the body will vote on the motion. If there has been no discussion or very brief discussion, then the vote on the motion should proceed immediately and there is no need to repeat the motion. If there has been substantial discussion, then it is normally best to make sure everyone understands the motion by repeating it.

**Ninth**, the chair takes a vote. Simply asking for the “ayes” and then asking for the “nays” normally does this. If members of the body do not vote, then they “abstain.” Unless the rules of the body provide otherwise (or unless a super majority is required as delineated later in these rules), then a simple majority (as defined in law or the rules of the body as delineated later in these rules) determines whether the motion passes or is defeated.

**Tenth**, the chair should announce the result of the vote and what action (if any) the body has taken. In announcing the result, the chair should indicate the names of the members of the body, if any, who voted in the minority on the motion. This announcement might take the following form: “The motion passes by a vote of 3-2, with Smith and Jones dissenting. We have passed the motion requiring a 10-day notice for all future meetings of this body.”

## Motions in General

Motions are the vehicles for decision making by a body. It is usually best to have a motion before the body prior to commencing discussion of an agenda item. This helps the body focus.

Motions are made in a simple two-step process. First, the chair should recognize the member of the body. Second, the member of the body makes a motion by preceding the member’s desired approach with the words “I move ... ”

A typical motion might be: “I move that we give a 10-day notice in the future for all our meetings.”

The chair usually initiates the motion in one of three ways:

1. **Inviting the members of the body to make a motion**, for example, “A motion at this time would be in order.”
2. **Suggesting a motion to the members of the body**, “A motion would be in order that we give a 10-day notice in the future for all our meetings.”
3. **Making the motion**. As noted, the chair has every right as a member of the body to make a motion, but should normally do so only if the chair wishes to make a motion on an item but is convinced that no other member of the body is willing to step forward to do so at a particular time.

## The Three Basic Motions

There are three motions that are the most common and recur often at meetings:

**The basic motion**. The basic motion is the one that puts forward a decision for the body’s consideration. A basic motion might be: “I move that we create a five-member committee to plan and put on our annual fundraiser.”





**The motion to amend.** If a member wants to change a basic motion that is before the body, they would move to amend it. A motion to amend might be: “I move that we amend the motion to have a 10-member committee.” A motion to amend takes the basic motion that is before the body and seeks to change it in some way.

**The substitute motion.** If a member wants to completely do away with the basic motion that is before the body, and put a new motion before the body, they would move a substitute motion. A substitute motion might be: “I move a substitute motion that we cancel the annual fundraiser this year.”

“Motions to amend” and “substitute motions” are often confused, but they are quite different, and their effect (if passed) is quite different. A motion to amend seeks to retain the basic motion on the floor, but modify it in some way. A substitute motion seeks to throw out the basic motion on the floor, and substitute a new and different motion for it. The decision as to whether a motion is really a “motion to amend” or a “substitute motion” is left to the chair. So if a member makes what that member calls a “motion to amend,” but the chair determines that it is really a “substitute motion,” then the chair’s designation governs.

A “friendly amendment” is a practical parliamentary tool that is simple, informal, saves time and avoids bogging a meeting down with numerous formal motions. It works in the following way: In the discussion on a pending motion, it may appear that a change to the motion is desirable or may win support for the motion from some members. When that happens, a member who has the floor may simply say, “I want to suggest a friendly amendment to the motion.” The member suggests the friendly amendment, and if the maker and the person who seconded the motion pending on the floor accepts the friendly amendment, that now becomes the pending motion on the floor. If either the maker or the person who seconded rejects the proposed friendly amendment, then the proposer can formally move to amend.

### Multiple Motions Before the Body

There can be up to three motions on the floor at the same time. The chair can reject a fourth motion until the chair has dealt with the three that are on the floor and has resolved them. This rule has practical value. More than three motions on the floor at any given time is confusing and unwieldy for almost everyone, including the chair.

When there are two or three motions on the floor (after motions and seconds) at the same time, the vote should proceed *first* on the *last* motion that is made. For example, assume the first motion is a basic “motion to have a five-member committee to plan and put on our annual fundraiser.” During the discussion of this motion, a member might make a second motion to “amend the main motion to have a 10-member committee, not a five-member committee to plan and put on our annual fundraiser.” And perhaps, during that discussion, a member makes yet a third motion as a “substitute motion that we not have an annual fundraiser this year.” The proper procedure would be as follows:

**First**, the chair would deal with the *third* (the last) motion on the floor, the substitute motion. After discussion and debate, a vote would be taken first on the third motion. If the substitute motion *passed*, it would be a substitute for the basic motion and would eliminate it. The first motion would be moot, as would the second motion (which sought to amend the first motion), and the action on the agenda item would be completed on the passage by the body of the third motion (the substitute motion). No vote would be taken on the first or second motions.

**Second**, if the substitute motion *failed*, the chair would then deal with the second (now the last) motion on the floor, the motion to amend. The discussion and debate would focus strictly on the amendment (should the committee be five or 10 members). If the motion to amend *passed*, the chair would then move to consider the main motion (the first motion) as *amended*. If the motion to amend *failed*, the chair would then move to consider the main motion (the first motion) in its original format, not amended.

**Third**, the chair would now deal with the first motion that was placed on the floor. The original motion would either be in its original format (five-member committee), or if *amended*, would be in its amended format (10-member committee). The question on the floor for discussion and decision would be whether a committee should plan and put on the annual fundraiser.

### To Debate or Not to Debate


The basic rule of motions is that they are subject to discussion and debate. Accordingly, basic motions, motions to amend, and substitute motions are all eligible, each in their turn, for full discussion before and by the body. The debate can continue as long as members of the body wish to discuss an item, subject to the decision of the chair that it is time to move on and take action.

There are exceptions to the general rule of free and open debate on motions. The exceptions all apply when there is a desire of the body to move on. The following motions are not debatable (that is, when the following motions are made and seconded, the chair must immediately call for a vote of the body without debate on the motion):

**Motion to adjourn.** This motion, if passed, requires the body to immediately adjourn to its next regularly scheduled meeting. It requires a simple majority vote.

**Motion to recess.** This motion, if passed, requires the body to immediately take a recess. Normally, the chair determines the length of the recess which may be a few minutes or an hour. It requires a simple majority vote.

**Motion to fix the time to adjourn.** This motion, if passed, requires the body to adjourn the meeting at the specific time set in the motion. For example, the motion might be: “I move we adjourn this meeting at midnight.” It requires a simple majority vote.



**Motion to table.** This motion, if passed, requires discussion of the agenda item to be halted and the agenda item to be placed on “hold.” The motion can contain a specific time in which the item can come back to the body. “I move we table this item until our regular meeting in October.” Or the motion can contain no specific time for the return of the item, in which case a motion to take the item off the table and bring it back to the body will have to be taken at a future meeting. A motion to table an item (or to bring it back to the body) requires a simple majority vote.

**Motion to limit debate.** The most common form of this motion is to say, “I move the previous question” or “I move the question” or “I call the question” or sometimes someone simply shouts out “question.” As a practical matter, when a member calls out one of these phrases, the chair can expedite matters by treating it as a “request” rather than as a formal motion. The chair can simply inquire of the body, “any further discussion?” If no one wishes to have further discussion, then the chair can go right to the pending motion that is on the floor. However, if even one person wishes to discuss the pending motion further, then at that point, the chair should treat the call for the “question” as a formal motion, and proceed to it.

When a member of the body makes such a motion (“I move the previous question”), the member is really saying: “I’ve had enough debate. Let’s get on with the vote.” When such a motion is made, the chair should ask for a second, stop debate, and vote on the motion to limit debate. The motion to limit debate requires a two-thirds vote of the body.

**NOTE:** A motion to limit debate could include a time limit. For example: “I move we limit debate on this agenda item to 15 minutes.” Even in this format, the motion to limit debate requires a two-thirds vote of the body. A similar motion is a *motion to object to consideration of an item*. This motion is not debatable, and if passed, precludes the body from even considering an item on the agenda. It also requires a two-thirds vote.

## Majority and Super Majority Votes

In a democracy, a simple majority vote determines a question. A tie vote means the motion fails. So in a seven-member body, a vote of 4-3 passes the motion. A vote of 3-3 with one abstention means the motion fails. If one member is absent and the vote is 3-3, the motion still fails.

All motions require a simple majority, but there are a few exceptions. The exceptions come up when the body is taking an action which effectively cuts off the ability of a minority of the body to take an action or discuss an item. These extraordinary motions require a two-thirds majority (a super majority) to pass:

**Motion to limit debate.** Whether a member says, “I move the previous question,” or “I move the question,” or “I call the question,” or “I move to limit debate,” it all amounts to an attempt to cut off the ability of the minority to discuss an item, and it requires a two-thirds vote to pass.

**Motion to close nominations.** When choosing officers of the body (such as the chair), nominations are in order either from a nominating committee or from the floor of the body. A motion to close nominations effectively cuts off the right of the minority to nominate officers and it requires a two-thirds vote to pass.

**Motion to object to the consideration of a question.** Normally, such a motion is unnecessary since the objectionable item can be tabled or defeated straight up. However, when members of a body do not even want an item on the agenda to be considered, then such a motion is in order. It is not debatable, and it requires a two-thirds vote to pass.

**Motion to suspend the rules.** This motion is debatable, but requires a two-thirds vote to pass. If the body has its own rules of order, conduct or procedure, this motion allows the body to suspend the rules for a particular purpose. For example, the body (a private club) might have a rule prohibiting the attendance at meetings by non-club members. A motion to suspend the rules would be in order to allow a non-club member to attend a meeting of the club on a particular date or on a particular agenda item.

## Counting Votes

The matter of counting votes starts simple, but can become complicated.


Usually, it’s pretty easy to determine whether a particular motion passed or whether it was defeated. If a simple majority vote is needed to pass a motion, then one vote more than 50 percent of the body is required. For example, in a five-member body, if the vote is three in favor and two opposed, the motion passes. If it is two in favor and three opposed, the motion is defeated.

If a two-thirds majority vote is needed to pass a motion, then how many affirmative votes are required? The simple rule of thumb is to count the “no” votes and double that count to determine how many “yes” votes are needed to pass a particular motion. For example, in a seven-member body, if two members vote “no” then the “yes” vote of at least four members is required to achieve a two-thirds majority vote to pass the motion.

What about tie votes? In the event of a tie, the motion always fails since an affirmative vote is required to pass any motion. For example, in a five-member body, if the vote is two in favor and two opposed, with one member absent, the motion is defeated.

Vote counting starts to become complicated when members vote “abstain” or in the case of a written ballot, cast a blank (or unreadable) ballot. Do these votes count, and if so, how does one count them? The starting point is always to check the statutes.

In California, for example, for an action of a board of supervisors to be valid and binding, the action must be approved by a majority of the board. (California Government Code Section 25005.) Typically, this means three of the five members of the board must vote affirmatively in favor of the action. A vote of 2-1 would not be sufficient. A vote of 3-0 with two abstentions would be sufficient. In general law cities in



California, as another example, resolutions or orders for the payment of money and all ordinances require a recorded vote of the total members of the city council. (California Government Code Section 36936.) Cities with charters may prescribe their own vote requirements. Local elected officials are always well-advised to consult with their local agency counsel on how state law may affect the vote count.

After consulting state statutes, step number two is to check the rules of the body. If the rules of the body say that you count votes of “those present” then you treat abstentions one way. However, if the rules of the body say that you count the votes of those “present and voting,” then you treat abstentions a different way. And if the rules of the body are silent on the subject, then the general rule of thumb (and default rule) is that you count all votes that are “present and voting.”

Accordingly, under the “present and voting” system, you would **NOT** count abstention votes on the motion. Members who abstain are counted for purposes of determining quorum (they are “present”), but you treat the abstention votes on the motion as if they did not exist (they are not “voting”). On the other hand, if the rules of the body specifically say that you count votes of those “present” then you **DO** count abstention votes both in establishing the quorum and on the motion. In this event, the abstention votes act just like “no” votes.

*How does this work in practice?*

*Here are a few examples.*

Assume that a five-member city council is voting on a motion that requires a simple majority vote to pass, and assume further that the body has no specific rule on counting votes. Accordingly, the default rule kicks in and we count all votes of members that are “present and voting.” If the vote on the motion is 3-2, the motion passes. If the motion is 2-2 with one abstention, the motion fails.

Assume a five-member city council voting on a motion that requires a two-thirds majority vote to pass, and further assume that the body has no specific rule on counting votes. Again, the default rule applies. If the vote is 3-2, the motion fails for lack of a two-thirds majority. If the vote is 4-1, the motion passes with a clear two-thirds majority. A vote of three “yes,” one “no” and one “abstain” also results in passage of the motion. Once again, the abstention is counted only for the purpose of determining quorum, but on the actual vote on the motion, it is as if the abstention vote never existed — so an effective 3-1 vote is clearly a two-thirds majority vote.

Now, change the scenario slightly. Assume the same five-member city council voting on a motion that requires a two-thirds majority vote to pass, but now assume that the body **DOES** have a specific rule requiring a two-thirds vote of members “present.” Under this specific rule, we must count the members present not only for quorum but also for the motion. In this scenario, any abstention has the same force and effect as if it were a “no” vote. Accordingly, if the votes were three “yes,” one “no” and one “abstain,” then the motion fails. The abstention in this case is treated like a “no” vote and effective vote of 3-2 is not enough to pass two-thirds majority muster.

Now, exactly how does a member cast an “abstention” vote?

Any time a member votes “abstain” or says, “I abstain,” that is an abstention. However, if a member votes “present” that is also treated as an abstention (the member is essentially saying, “Count me for purposes of a quorum, but my vote on the issue is abstain.”) In fact, any manifestation of intention not to vote either “yes” or “no” on the pending motion may be treated by the chair as an abstention. If written ballots are cast, a blank or unreadable ballot is counted as an abstention as well.

Can a member vote “absent” or “count me as absent?” Interesting question. The ruling on this is up to the chair. The better approach is for the chair to count this as if the member had left his/her chair and is actually “absent.” That, of course, affects the quorum. However, the chair may also treat this as a vote to abstain, particularly if the person does not actually leave the dais.

## The Motion to Reconsider

There is a special and unique motion that requires a bit of explanation all by itself; the motion to reconsider. A tenet of parliamentary procedure is finality. After vigorous discussion, debate and a vote, there must be some closure to the issue. And so, after a vote is taken, the matter is deemed closed, subject only to reopening if a proper motion to consider is made and passed.

A motion to reconsider requires a majority vote to pass like other garden-variety motions, but there are two special rules that apply only to the motion to reconsider.

First, is the matter of timing. A motion to reconsider must be made at the meeting where the item was first voted upon. A motion to reconsider made at a later time is untimely. (The body, however, can always vote to suspend the rules and, by a two-thirds majority, allow a motion to reconsider to be made at another time.)

Second, a motion to reconsider may be made only by certain members of the body. Accordingly, a motion to reconsider may be made only by a member who voted in the majority on the original motion. If such a member has a change of heart, he or she may make the motion to reconsider (any other member of the body — including a member who voted in the minority on the original motion — may second the motion). If a member who voted in the minority seeks to make the motion to reconsider, it must be ruled out of order. The purpose of this rule is finality. If a member of minority could make a motion to reconsider, then the item could be brought back to the body again and again, which would defeat the purpose of finality.

If the motion to reconsider passes, then the original matter is back before the body, and a new original motion is in order. The matter may be discussed and debated as if it were on the floor for the first time.





## Courtesy and Decorum

The rules of order are meant to create an atmosphere where the members of the body and the members of the public can attend to business efficiently, fairly and with full participation. At the same time, it is up to the chair and the members of the body to maintain common courtesy and decorum. Unless the setting is very informal, it is always best for only one person at a time to have the floor, and it is always best for every speaker to be first recognized by the chair before proceeding to speak.

The chair should always ensure that debate and discussion of an agenda item focuses on the item and the policy in question, not the personalities of the members of the body. Debate on policy is healthy, debate on personalities is not. The chair has the right to cut off discussion that is too personal, is too loud, or is too crude.

Debate and discussion should be focused, but free and open. In the interest of time, the chair may, however, limit the time allotted to speakers, including members of the body.

Can a member of the body interrupt the speaker? The general rule is “no.” There are, however, exceptions. A speaker may be interrupted for the following reasons:

**Privilege.** The proper interruption would be, “point of privilege.” The chair would then ask the interrupter to “state your point.” Appropriate points of privilege relate to anything that would interfere with the normal comfort of the meeting. For example, the room may be too hot or too cold, or a blowing fan might interfere with a person’s ability to hear.

**Order.** The proper interruption would be, “point of order.” Again, the chair would ask the interrupter to “state your point.” Appropriate points of order relate to anything that would not be considered appropriate conduct of the meeting. For example, if the chair moved on to a vote on a motion that permits debate without allowing that discussion or debate.

**Appeal.** If the chair makes a ruling that a member of the body disagrees with, that member may appeal the ruling of the chair. If the motion is seconded, and after debate, if it passes by a simple majority vote, then the ruling of the chair is deemed reversed.

**Call for orders of the day.** This is simply another way of saying, “return to the agenda.” If a member believes that the body has drifted from the agreed-upon agenda, such a call may be made. It does not require a vote, and when the chair discovers that the agenda has not been followed, the chair simply reminds the body to return to the agenda item properly before them. If the chair fails to do so, the chair’s determination may be appealed.

**Withdraw a motion.** During debate and discussion of a motion, the maker of the motion on the floor, at any time, may interrupt a speaker to withdraw his or her motion from the floor. The motion is immediately deemed withdrawn, although the chair may ask the person who seconded the motion if he or she wishes to make the motion, and any other member may make the motion if properly recognized.

## Special Notes About Public Input

The rules outlined above will help make meetings very public-friendly. But in addition, and particularly for the chair, it is wise to remember three special rules that apply to each agenda item:

**Rule One:** Tell the public what the body will be doing.

**Rule Two:** Keep the public informed while the body is doing it.

**Rule Three:** When the body has acted, tell the public what the body did.



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Exhibit C

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## Chapter 2.82

### AGRICULTURAL POLICY ADVISORY COMMISSION

#### Sections:

2.82.010 Established—Statutory authority.

2.82.020 Membership.

2.82.030 Term of office.

2.82.040 Organization and procedures.

2.82.050 Powers and duties.

2.82.010 Established—Statutory authority.

The Agricultural Policy Advisory Commission is established under the authority of Government Code Section 31000.1, in compliance with Chapter 2.38 SCCC. [Ord. 5290 § 5, 2019; Ord. 2521, 1978; prior code § 3.59.010].

2.82.020 Membership.

The Commission shall consist of seven members appointed as follows:

(A) Five of the members shall be voting members. The voting members shall be appointed by the Board of Supervisors and shall be residents of the County. Each Supervisor shall nominate one person to serve on the Commission. Membership on the Commission shall be open to those who are active in the production of agricultural commodities or a related agricultural industry.

(B) The other two members of the Commission are the Director of the County Cooperative Extension and the County Agricultural Commissioner. These individuals shall have seats on the Commission but shall not vote. [Ord. 5290 § 5, 2019; Ord. 2521, 1978; prior code § 3.59.030].

2.82.030 Term of office.

Each member shall serve for a term of four years, commencing April 1st of the year in which the member's nominating Supervisor begins a full term. [Ord. 2521, 1978; prior code § 3.59.040].

2.82.040 Organization and procedures.

(A) General Organization. The Commission may establish its own rules and procedures insofar as they comply in all respects with the provisions of Chapter 2.38 SCCC. The Commission may also, from time to time, consult with authorities in the field.

(B) Staff Support.

(1) The Agricultural Commissioner, or their designee, shall provide staff support for the Commission. The Agricultural Commissioner, or their designee, shall ~~serve as Administrative Secretary to the Commission,~~ prepare minutes of Commission meetings and annual reports from the Commission to the Board of Supervisors in coordination with the Community Development and Infrastructure Department, and receive copies of all minutes, reports and recommendations submitted to the Board of Supervisors by the Commission.

(2) The Community Development and Infrastructure Department designee shall serve as the Administrative Secretary to the Commission ~~Planning Department~~ and shall cooperate in providing staff support for the Commission. Such support shall consist of application receipt and processing, agenda preparation and public noticing, staff report preparation, and presentation of appeals of Agricultural Policy Advisory Commission decisions to the Board of Supervisors. [Ord. 5290 § 5, 2019; Ord. 2677, 1979; Ord. 2521, 1978; prior code § 3.59.050].

#### 2.82.050 Powers and duties.

The Commission shall perform the following duties:

(A) Advise and assist the Board of Supervisors by providing information on the County's agricultural industry and evaluating matters referred to the Commission by the Board;

(B) Review, in cooperation with ~~the the Community Development and Infrastructure Department~~ Planning Department, proposed development projects having the potential to affect agricultural lands, as designated on the County's Agricultural Resources Map. Such review shall consist of buffer setback determinations, agricultural viability determinations, agricultural land use regulation and policy interpretations, recommendations regarding land division proposals in, or adjoining, CA ~~or AP~~ Zone Districts, and recommendations regarding proposed amendments to the agricultural land type designations as shown on the Agricultural Resources Map. The Commission shall also perform the functions specified in Chapters 13.10, 13.14, and 16.50 SCCC. [Ord. 5290 § 5, 2019; Ord. 2677, 1979; Ord. 2521, 1978; prior code § 3.59.020].