

PMAC BY-LAWS AMENDED AND RESTATED BY-LAWS OF THE PESCADERO MUNICIPAL

ADVISORY COUNCIL AS OF June, 2011

The Pescadero Municipal Advisory Council (the "Council") was established as a Municipal Advisory Council pursuant to a resolution passed by the Board of Supervisors and approved by a majority of voters within the Pescadero voting precinct at the general election held on November 3, 1992. Pursuant to that resolution, the Council hereby promulgates the following By-Laws to govern its proceedings:

Section 1. Purposes and Objectives

The Council shall have as its chief objective and purpose: the promotion of the general welfare and progress of the Pescadero area as an important and integral part of both the County of San Mateo and the State of California; the enhancement of the environment through such means as the preservation of prime agricultural and open space land in San Mateo County; the improvement of health and safety in the community; and the furtherance of sound, practical and fair educational opportunities for all residents. The Council shall advise the Board of Supervisors on matters of concern that relate to the Pescadero community, including but not limited to land use, public health, welfare and safety, public works, law enforcement, education, the environment and recreation. In addition, the Council shall advise the Board of Supervisors on all matters specifically referred to it by the Board of Supervisors for review and recommendation. The Council is authorized to advise and make recommendations to the Planning Department on matters affecting the Pescadero community. The Council shall actively encourage and coordinate public input with respect to the above mentioned matters. The Council, at regular or special meetings, may sponsor forums, lectures, public discussions and instructional classes presented by any qualified individual that may contribute to the general welfare, education or knowledge of the residents of the area.

Section 2. Composition of the Council and Description of Area

The Council shall be composed of thirteen (13) members who are registered voters residing in the Pescadero voting precinct and shall be elected by the registered voters of that precinct. Six (6) members of the Council shall be residents of the Pescadero area; two (2) members shall be residents of the Loma Mar area; two (2) members shall be residents of the South Coast area; two (2) members shall be residents of the Butano area. The Council shall have one (1) "At Large" member. Candidates from any district may file separately for the "At Large" position. Each of these areas is more particularly described on the map attached as Exhibit A.

Section 3. Elections and Terms of Office

Council elections shall be held biennially on the first Tuesday after the first Monday in November, which is at the same time as the general election. Candidates for the Council shall be placed on the ballot, and the election shall be administered by the County Clerk in accordance with the same requirements governing the general election. Each person elected at a regular biennial Council election shall hold office for a term of four (4) years commencing on the first Thursday in December next succeeding his or her election. Any member of the Council whose term has expired shall continue to discharge the duties of his or her office until his or her successor has qualified. In the event of a vacancy, the Council shall, within sixty (60) days of the effective date of the vacancy, appoint a successor. The successor shall serve until the expiration of the term of the predecessor. If

a vacancy occurs within one hundred sixty (160) days and one hundred twenty (120) days of a scheduled Council election, the vacancy shall be filled by election, rather than appointment.

Councilmembers shall be elected for four (4) year terms, except that the initial terms of six (6) Councilmembers shall be two (2) years. The determination of which Councilmembers shall have initial terms of four (4) years and which shall have initial terms of two (2) years shall be based on the number of votes received in each voting area; i.e. the three (3) members with the highest number of votes from the Pescadero area; the (1) member with the highest number of votes from the Loma Mar area; the one (1) member with the highest number of votes from the South Coast area; the one (1) member with the highest number of votes from the Butano area; and the one (1) At Large member with the highest number of votes shall serve four (4) years terms initially. The other members shall serve an initial term of two (2) years.

Section 4. Officers of the Council

There shall be one Chairperson, one Vice Chairperson, one Corresponding Secretary and one Recording Secretary. The officers shall be elected by a majority vote of the Council and shall serve a term of one (1) year. Other official positions, such as Office Manager, may be created as necessary.

Section 5. Duties of Officers

The Chairperson shall preside over all regular and special meetings and shall set the agenda with the Corresponding Secretary. The Vice Chairperson shall perform the Chairperson's duties in his or her absence or incapacity. The Corresponding Secretary shall carry out all correspondence as directed by the Council, shall report all communications received by the Council and shall have the responsibility of preparing and distributing the agenda. The Recording Secretary shall keep the minutes of all meetings and shall have the responsibility for the distribution of Minutes.

Section 6. Vacancies

Any Council officer vacancy shall be filled by majority vote of council members at the first regular meeting after the vacancy occurs. In the event of a member vacancy, the Council shall, within sixty (60) days of the effective date of the vacancy, appoint a successor who will serve until the expiration of the term of the predecessor. The effective date of a vacancy shall be considered to be the date of the first regular Council meeting at which the vacancy is announced {Effective Date}. If the vacancy occurs not less than one hundred twenty (120) days and not more than one hundred sixty (160) days before scheduled Council election, the vacancy shall be filled by election rather than appointment as specified in the resolution establishing the Pescadero Municipal Advisory council.

Should a vacancy occur outside the regular election cycle, described above, vacancies shall be fill by appointment according to the following guidelines:

The vacancy will be declared at the first regular council meeting following notification that a vacancy exists.

The vacancy notification must be posted as soon as possible following the declaration. Posting should include but not limited to:

Post Offices; Pescadero and Loma Mar

PMAC web site

Town Sign

Other appropriate and approved electronic distribution means

Notice in the HMB Review

Interested parties must complete a written application. The application must be submitted no less than ten (10) days prior to the next regularly scheduled council meeting. All those submitting an application will be announced at the council meeting.

An appointed candidate recruiting and vetting ad hoc committee will interview the candidate (s) prior to the next regularly scheduled council meeting to ensure;

The candidate understands the responsibilities of a council member

Lives within the district

Is an active registered voter

At the next regularly scheduled council meeting following the vetting process, the candidate will be given an opportunity to make a personal presentation. Following the presentation the candidate will field questions from council members and the citizenry.

The chair will close the presentation/question period and entertain motions to nominate. Nominations require a second. When all nominations are made, a motion to close the nominations will be called for.

Following formal close of nominations a vote of at least a quorum of council members will be taken. A voice vote will be taken.

Election of a nominee will be the by majority vote of council members present. Quorum

In the event two (2) nominees are running for the same position and neither has a majority of votes on the first ballot; a second ballot will be taken. Should a deadlock still exist, the chair will close the proceedings and poll absent council members.

In this case the chair will announce the results of the election to:

The elected candidate and the non-elected candidate

PMAC council members

Post election results at the Pescadero and Loma Mar post offices

Post results to the PMAC web site

Post to other appropriate and approved electronic distribution means

Town Sign

Notice in the HMB Review

Duly elected candidates will be sworn into duty as soon as administratively feasible. This could be the same meeting during which the election was held or the next regular meeting of council should absent members be requested to cast ballots.

Section 7. Meetings

The Council shall hold regular and special meetings to provide a forum for community concerns. The Council may conduct surveys, determine community positions, disseminate information to and from County departments, serve as liaison for County services, commission studies and reports, and develop community support for County activities and County support for community activities. All meetings of the Council shall be open to the public and be subject to all requirements of the Brown Act, Government Code, Sections 54950 et. seq. Regular meetings shall be held monthly. The meetings will be held at the Native Sons Hall, 112 Stage Road, Pescadero, California, unless a different location is chosen at the regular meeting which precedes the meeting with the change in location. The location of any meeting must be specifically stated on the agenda for that meeting. The time that these meetings will begin is at 7:30 PM Pacific Standard Time, unless posted differently on the agenda. Special meetings shall be called by the Chairperson or upon the request of a majority of Council members. Notice of any special meeting must be made and posted at least twenty four (24) hours before the special meeting. Notice of any special meeting must be made to each member of the Council

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either by personal delivery, by mail or by electronic mail and must include the location, date, time and content of any business to be transacted.

Section 8. Quorum

A majority of the membership of the Council constitutes a quorum for the purpose of conducting regular Council business. If no quorum can be attained at any meeting of the Council, the Chairperson shall adjourn the meeting until a quorum may be formed.

Section 9. Order of Business

The order of business shall be as follows unless otherwise directed by the Chairperson: 1. Call to Order 2. Roll Call 3. Approval of Minutes 4. Oral Communications a. from Council members b. from the Floor 5. Report from Corresponding Secretary 6. Report from Recording Secretary 7. New Matters for Council Consideration/Action 8. Old Matters for Council Consideration/Action 9. Committee Reports 10. Date and Location of Next Meeting 11. Adjournment

Section 10. Agenda

Prior to every meeting of the Council, the Corresponding Secretary in consultation with the Chairperson, shall prepare an agenda which shall set forth the matters for consideration or action by the Council at its next meeting. The agenda for all regular meetings of the Council will be set no later than five (5) days before the scheduled meeting. The agenda must be posted for public view no later than seventy two (72) hours prior to the regular meeting or twenty-four (24) hours prior to a special meeting at each of the U.S. Post Offices located in Pescadero and in Loma Mar, California. The agenda must be mailed (either by U.S. mail or by email) to each Council member at least seventy two (72) hours prior to the scheduled regular meeting or twenty four (24) hours prior to a special meeting. A matter which is not on the agenda may only be acted upon in a manner consistent with the Brown Act, Government Code, Sections 54950 et. seq.

Any member may propose that a matter be put upon the agenda by contacting the Chairperson or Corresponding Secretary no later than five (5) days prior to the next scheduled regular meeting of the Council. If a member requests that a matter be put on

the agenda, that matter will be set on the agenda, unless it is determined that time constraints will not allow such matter to be heard on the date requested. In that event, the matter will be placed upon the agenda for the next regular meeting following the date of the regular meeting that the matter was initially requested to be heard. Upon a majority

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vote of Council members, an item not placed upon the regular agenda because of time constraints may be scheduled for a special meeting of the Council in lieu of being held over until the following regular meeting.

Section 11. Manner of Voting

Voting on regular matters shall be made by a majority of a quorum of Council members upon a motion made by any member and seconded by any other member of the Council.

Section 12. Minutes of Meetings

The Recording Secretary shall prepare the minutes of each meeting of the Council. The minutes shall set forth all business and action transacted by the Council. The minutes may reflect the remarks made to Council by members of the Council or by the public addressing the Council. The Recording Secretary is responsible for sending to Council members all final changes made to the minutes.

Section 13. Committees

The Chairperson shall create all committees and appoint the chair of each committee. The chair of each committee is responsible for appointing membership to each committee. Committees may be formed to include members of the community as well as Council members and may be chaired by non-Council members. All correspondence (either in hard copy or through electronic means such as email) between members of each committee and minutes of any committee meeting must be copied to the Chairperson.

Section 14. Rules of Order

Council proceedings shall be governed by Robert's Rules of Order.

Section 15. Amendments to By-Laws

The By-Laws shall be reviewed every two (2) years to determine whether amendments should be made. Amendments to the By-Laws of this Council may be made by a majority vote of the Council members at any time after the proposed amendment or restatement has been submitted in writing to all members of the Council and has been properly set on the agenda, heard and voted upon.

Section 16. Conflicts of Interest

A Council member must disclose any legal conflict of interest to the Council, at the earliest possible time that it is known to that member that a legal conflict of interest exists. A Council member shall not vote on an issue in which he or she has a legal conflict of interest. A Council member may not discuss the matter with the Council and must refrain from further participation concerning the matter during any Council meeting in which the conflict of interest matter is raised. If a Council member has a legal conflict of interest, that member must withdraw from the official decision making process, including being a committee member or acting in an advisory or resource capacity to a

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committee. Members having a legal conflict of interest may speak or testify in public on their own behalf as an individual.