

## **CHAPTER 2**

### **TIME AND PLACE FOR REGULAR MEETINGS**

PURPOSE. Time and place for the regular meeting of the Board of the Las Gallinas Valley Sanitary District, and providing the manner in which special meetings of such Board may be called, designating an official mailing address, and establishing the order of business and rules for its proceedings.

#### ARTICLE I. MEETINGS

##### Section 101. Regular Meetings.

Regular Meetings. The Regular Meetings of the Board of the Las Gallinas Valley Sanitary District shall be held on the first and third Thursdays of each and every calendar month starting at 3:30 pm.

(a) Closed Sessions of Regular Meetings of the Board of Directors shall be held on the same date as a scheduled Regular Meeting. A Closed Session may be scheduled at any time during the Regular Meeting.

(b) By at least a 3/5ths majority vote, the Board may approve a change of the date and/or time of a Regular Meeting. If less than all five members of the Board of Directors are present to vote on the proposed change of the Regular Meeting date and/or time, then the vote approving the change must be by at least three (3) members of the Board. A notice of the change of the date and/or time of the Regular Meeting shall be posted at least two (2) weeks prior to the changed Regular Meeting in a location that is freely accessible to members of the public and in the same manner as for the publishing of the Agenda for a Regular Meeting.

Section 102. Special Meetings. Special meetings of the Board of Directors shall be held upon the call of the President of said Board, or of a majority of the members thereof, by delivering personally or by mail written notice to each member and to each local newspaper of general circulation, radio or television station requesting notice in writing. Such notice must be given not less than twenty-four (24) hours before the time fixed for the proposed meeting and shall specify the time and place of the special meeting and the business to be transacted. The notice required hereunder may be dispensed with as to any member who, prior to the time the meeting convenes, filed with the Secretary a written waiver of notice which said waiver may be given by fax and/or email.

The attendance at such meeting by any member at the time it convenes shall constitute a waiver of the provisions herein for notice to him.

- (a) Closed Sessions of Special Meetings of the Board of Directors shall be held on the same date as a scheduled Special Meeting. A Closed Session may be scheduled at any time during the Special Meeting.

Section 103. Meeting Place. All meetings of the Board shall be held in the Las Gallinas Valley Sanitary District Office's Boardroom, located at 101 Lucas Valley Road, Suite 300, San Rafael, California, 94903 unless they shall adjourn to or fix another place of meeting, in a notice to be given thereof, or unless prevented by flood, fire or other disaster.

Section 104. District Office. The office of the District is hereby fixed and established the Las Gallinas Valley Sanitary District Office, located at 101 Lucas Valley Road, Suite 300 San Rafael, California 94903, in said District.

Section 105. Holidays. In the event that any day fixed for a regular meeting of the Board shall fall upon a holiday, then the meeting appointed for such day shall be held on the next day which may not be a holiday, at the same hour specified for the meeting to be held.

Section 106. Order of Business. The order of business at the regular meeting of the Board shall be stated in the Agenda.

Section 107. Agenda. The Secretary shall prepare an agenda for the conduct of business at the regular meetings of said Board and no matter not included in the agenda shall be considered by said Board at said meetings unless the Board, in accordance with the Brown Act, adds the matter to the Agenda. The Agenda shall be posted in accordance with the Brown Act.

Section 108. Compliance with California Open Meeting Law. All business shall be conducted in compliance with the letter and spirit of California's Open Meeting Law, the "Ralph M Brown Act," Government Code §§ 54950, et seq., and any other relevant law.

Section 109. Special and Emergency Meetings. These meetings will be called in compliance with all applicable state laws.

## ARTICLE II. PROCEEDINGS

### Section 201. Rules of Proceedings.

(a) Public Meetings. All legislative sessions of the Board, whether regular or special, shall be open to the public, except as provided by law.

(b) Quorum. A majority of the members of the Board shall constitute a quorum for the transaction of business.

(c) Adjournment. When a meeting may not be opened or further action may not be had at a regularly opened meeting, for want of quorum, said meeting may be adjourned to a day and hour certain by Secretary, or any member of the Board, and notice of such adjournment shall be given for the time and in the manner provided for calling special meetings, excepting that the purpose of the adjourned meeting need not be stated.

(d) Method of Action. The Board shall act only by Ordinance, Resolution or Motion which, to become effective, shall be adopted by at least three (3) votes in a public meeting.

(e) Recording Vote. Except where action shall be taken by the unanimous vote of all members present and voting, the ayes and noes shall be taken on all actions had.

(f) Contracts. All contracts on behalf of the District shall be signed by the President and countersigned by the Secretary, after having been authorized so to do by action of the Board. The Board may delegate signing authority on all contracts after review.

(g) Parliamentary Rules. In all other regards, such meetings shall be conducted in conformity with Robert's Rules of Order or any other parliamentary rules adopted by the Board.

ARTICLE III. MAILING ADDRESS. The official mailing address of said District is hereby established as 101 Lucas Valley Road, Suite 300, San Rafael, California, 94903.