

**BYLAWS OF THE  
MUIR BEACH COMMUNITY SERVICES DISTRICT**

1.0 *Board of Directors is Legislative Body.* A legislative body of five members known as the Board of Directors shall govern the Muir Beach Community Services District (“District”). The Board of Directors shall establish policies for the operation for the District, and shall act only by motion, resolution or ordinance, passed by a majority of the members of the Board of Directors. Apart from his/her normal function as a part of the Board of Directors, no director has individual authority and may not commit the District to any policy, act or expenditure. The District Manager shall be exclusively responsible for the implementation of policies established by the Board of Directors. In accordance with Section 61064 of the Government Code, violation of any rule, regulation or ordinance adopted by the Board of Directors is a misdemeanor punishable pursuant to Section 19 of the Penal Code.

1.1 *Terms and Vacancies.* The term of office of each member of the Board of Directors is four years and until his/her successor qualifies and takes office. Directors shall take office at the first meeting on or after the first Friday in December following their election. Any vacancy in the office of a member elected to the Board of Directors shall be filled pursuant to Section 1780 of the Government Code.

1.2 *Limitations.* A member of the Board of Directors may not be the District Manager, the District Treasurer or any other compensated employee or agent of the District.

2.0 *Officers of the Board of Directors.* The officers of the Board of Directors shall be the Board President and the Board Vice President.

2.1 *Chair of Meetings.* The Board President shall serve as the chairperson at all meetings of the Board of Directors. He/she shall have the same rights as the other members of the Board of Directors in voting, introducing motions, resolutions and ordinances, and any discussion or questions that precede such actions.

2.2 *Absence of Board President.* In the absence of the Board President, the Board Vice President shall act as the Board President. If the Board President and the Board Vice President are both absent, the remaining members shall select one of themselves to act as chairperson of the meeting.

2.3 *Election.* The Board President and Board Vice President shall be elected at the first meeting of the calendar year or at another subsequent meeting as determined by the Board of Directors. The term of office shall commence upon election and shall continue for one year and until his/her successor is elected and takes office.

3.0 *Officers of the District.* The Board of Directors shall appoint a District Manager. The Board of Directors shall also appoint a District Treasurer, who may be the same person as the District Manager. The Board of Directors may appoint a District Secretary, or if none is

appointed, the duties of District Secretary shall be performed by the District Manager. The District Manager shall be responsible for the following:

- (a) The implementation of policies established by the Board of Directors for the operation of the District.
- (b) The appointment, supervision, compensation, discipline and dismissal of the District's employees and volunteers, consistent with policies established by the Board of Directors.
- (c) The supervision and management of the District's facilities and services.
- (d) The supervision and management of the District's finances.

4.0 *Open, Public Meetings.* All meetings, whether regular, special or emergency, shall be open and public. Notice thereof including an agenda of all items that may be discussed shall be given in accordance with provisions of the Ralph M. Brown Act of the Government Code. Except during open and public meetings, a majority of the Board of Directors shall not use communications of any kind, or a series of communications of any kind, directly or through intermediaries, to discuss, deliberate, or take action on any item of business that is the subject matter of the District. Members of the Board of Directors may have communications with the District Manager or other staff provided that the District Manager or other staff does not then communicate to other members of the Board of Directors the comments or positions of members of the Board of Directors.

4.1 *Agenda Creation.* Agendas for regular or special meetings shall be prepared and distributed pursuant to the procedures of the Brown Act by the District Manager in consultation with the Board President or, in his/her absence, the Board Vice President, or in the case of a special meeting, those members of the Board of Directors calling the meeting. Each member of the Board of Directors may request that an item within the subject matter jurisdiction of the District be added to the agenda for an upcoming meeting by contacting the District Manager one week prior to the scheduled meeting.

4.2 *Meeting Discussion Confined to those on Agendas.* No action or discussion may be taken on items not on the posted agenda, except under the provisions enumerated in the Brown Act. For items raised during public open time, members of the Board of Directors or staff may only briefly respond to questions or statements concerning the item, may ask a question for clarification, and may refer the matter to staff or to be placed on a future agenda.

4.3 *Quorum Required.* Three members of the Board of Directors shall constitute a quorum for the transaction of District business. When a quorum is lacking no meeting shall commence, or if a meeting is underway, shall be adjourned by the Board President, the Board Vice President, or if neither is present, by any member of the Board of Directors, or by the District Manager.

4.4 *Regular Meetings.* Subject to holidays and scheduling conflicts, the regular meetings of the Board of Directors shall be held on the fourth Thursday of each calendar month at 7:00 p.m. at the Muir Beach Community Center, 19 Seacape Drive, Muir Beach, CA, or if a conflict exists, such other date or location within the District as determined by the Board of Directors, or by the

District Manager working in consultation with members of the Board of Directors. The regular meetings may occur more or less frequently than monthly based upon anticipated workload as determined by the Board of Directors. In accordance with Section 61044 of the Government Code, the Board of Directors shall hold a meeting at least once every three months.

4.5 *Special Meetings.* Special meetings may be called by the Board President or three members of the Board of Directors with a minimum of twenty-four hours public notice and posting of agenda.

4.6 *Minutes of Meetings.* The minutes of meetings of the Board of Directors shall be taken by a staff member for that purpose and shall be reviewed by the District Manager prior to their being submitted to the Board of Directors for approval. Upon review by the District Manager but prior to approval by the Board of Directors, the draft minutes may, at the direction of the Board of Directors, be posted on the District's website provided that the minutes display a conspicuous notation that they are draft minutes, subject to review, modification and approval by the Board of Directors. The minutes shall record the action taken by members of the Board of Directors for the passage or denial of all ordinances, resolutions and motions.

5.0 *Conflicts of Interest.* State laws are in place which attempt to eliminate participation by elected officials in decisions in which a conflict of interest exists. Members of the Board of Directors are encouraged to contact the California Fair Political Practices Commission (Advice Line 866-275-3772, [www.fppc.ca.gov](http://www.fppc.ca.gov)) whenever a possibility of a conflict arises. If questions remain they may be then posed to legal counsel for the District.

PASSED, APPROVED, AND ADOPTED to be the Bylaws of the Muir Beach Community Services District this 27th day of March, 2014 by the following vote:

AYES: Scott Bender, Paul Jeschke, Peter Lambert, Steven Shaffer

NOES: None

ABSENT: Gerry Pearlman

ABSTAIN: None

/s/ Steven Shaffer  
Steven Shaffer, Board President  
Board of Directors  
Muir Beach Community Services District

ATTEST:

/s/ Leighton Hills  
Leighton Hills, District Manager