

# Mendocino Coast Healthcare District Measure C Taxpayer Oversight Committee

## Bylaws

### Preamble

In accordance with Measure "C" parcel tax of the Mendocino Coast Healthcare District ("District"), passed by the voters on June 5, 2018, the Mendocino Coast Healthcare District Board of Directors ("Board") has established a Measure "C" Taxpayer Oversight Committee ("Committee") which shall have the duties and rights set forth in these Bylaws.

### Name, Purpose, and Duties

#### Name

The name of this committee shall be the "Mendocino Coast Healthcare District Measure "C" Taxpayer Oversight Committee" hereinafter referred to as the "Committee."

#### 1. Purpose

The Committee shall review proposed spending of Measure C funds and make recommendations to the Board about whether the proposed spending is consistent with the purposes set forth in Measure C. The Committee shall review and report on the expenditure of Measure "C" revenues to verify said revenues are expended solely to *attract and retain high quality doctors/nurses, maintain local emergency room, obstetric, surgical, ambulance and related 911 services, and make critical repairs and upgrades to medical equipment/facilities.*

The Board reserves the exclusive power and responsibility for the expenditure of all Measure "C" revenues.

#### 2. Duties

Committee members shall be expected to attend its regularly scheduled meetings, review all pertinent information provided to the Committee, and abide by the provisions of the *Ralph M. Brown Act* (the "Brown Act") (Gov. Code § 54950 *et seq.*) and all rules of conduct established in these Bylaws. In furtherance of its purpose the Committee may engage in the following activities:

- A. Receive and review the District's budgets to verify that parcel tax is planned to be expended in accordance with the purposes set forth in the ballot language of Measure "C" as approved by the voters.
- B. Receive and review all pertinent expenditure reports produced by the District to verify that parcel tax revenue was expended in accordance with the purposes set forth in the ballot language of Measure "C" as approved by the voters.
- C. Prepare and present to the Board, in open session, in December of each year or whatever month is otherwise deemed appropriate by the Committee and Board., an annual written report beginning with the 2018-19 fiscal year and continuing through fiscal year 2029-2030 ("Annual Report") which will include:
  - i. A statement indicating whether the District's parcel tax revenue expenditures for the preceding year were made in accordance with the stated purposes of Measure "C".

- ii. A summary of the Committee's proceedings for the preceding year.
- D. Prepare and provide other reports and input to the Board on Measure C parcel tax expenditures' compliance, to the extent practicable and the Committee deems necessary.

**3. Committee Composition**

- A. The Committee shall consist of seven voting members.

**Eligibility**

- A. The Committee shall be comprised of individuals who are at least 18 years of age and who live within the boundaries of the District.
- B. No employee, official, vendor, contractor, or consultant of the District shall be appointed to the Committee.
- C. In appointing members to the Committee the Board should make an effort to have as much geographic and demographic representation on the Committee as possible.

**Conflict of Interest**

- A. Members of the Committee are not subject to the Political Reform Act (Gov. Code §§ 81000 *et seq.*), and are not required to complete Form 700.
- B. Pursuant to the prohibitions contained in Article 4 (commencing with Section 1090) of Division 4 of Title 1 of the Government Code ("Article 4") and Article 4.7 (commencing with Section 1125) of Division 4 of Title 1 of the Government Code ("Article 4.7") are applicable to members of the Committee. Accordingly:
  - i. Members of the Committee shall not be financially interested in any contract made by them in their official capacities or by the Committee, nor shall they be purchasers at any sale or vendors at any purchase made by them in their official capacity, all as prohibited by Article 4; and
  - ii. Members of the Committee shall not engage in any employment, activity, or enterprise for compensation which is inconsistent, incompatible, in conflict with, or inimical to duties as a member of the Committee or with the duties, functions, or responsibilities of the Committee or the District. A member of the Committee shall not perform any work, service, or counsel for compensation where any part of his or her efforts will be subject to approval by any other officer, employee, board, or commission of the District's Board, except as permitted under Article 4.7.

**4. Term of Service**

- A. Committee members serve without compensation.
- B. Terms of Appointed Committee members shall be staggered. Three members shall serve for the first three years, and four members shall serve for the first four. Subsequent members shall serve four year terms, except those appointed to replace vacancies.

- C. The Committee will terminate following the submission of the final Annual Report in December of 2030 (or whatever month is otherwise deemed appropriate by the Committee and the Board for presentation of the Committee's final Annual Report).

**5. Replacing a Committee Member**

- A. If a Committee position becomes vacant, the Board shall appoint a replacement as soon as practicable.
- B. Unless failure to act results in the inability to meet a Committee quorum, if six months or less remain of the unexpired four-year term, the Board may choose to leave that position vacant for the remainder of the term.
- C. A replacement Committee member may be appointed by the Board if one or more of the following events occur:
  - 1. The Committee member submits a written resignation to the Board, with a copy to the Committee Chair;
  - 2. The Board removes a member for cause, including non-attendance at meetings violating these Bylaws, and/or violating the District's adopted norms.
- D. Committee members appointed to fill vacant, unexpired terms may apply and shall be eligible for reappointment to a succeeding full four-year term.
- E. Members whose term has expired may continue to serve on the Committee until a successor has been appointed.

**6. Committee Officers**

Officers of the Committee shall be a Chair, and a Vice-Chair. The Healthcare District CFO shall serve as non-voting Secretary to the Committee.

**7. Elections**

At the first meeting of each fiscal year, the Committee shall place into nomination and elect a Chair and a Vice-Chair.

**8. Term of Office**

Officers shall be elected for a one-year term and shall not be term-limited except for the limit on the terms of Committee members set forth in Section 4(B) above.

**9. Duties of the Chair**

- A. The Chair shall call Committee meetings.
- B. The Chair shall, in consultation with District staff and with input from the Committee, establish the agenda for each Committee meeting.
- C. The Chair shall preside over each Committee meeting, following the adopted Rules of Procedure.

- D. The Chair or his/her Committee-approved designee shall serve as spokesperson for the Committee in all representations of the Committee to the public, the Board, and the media.

**10. Duties of the Vice-Chair**

The Vice-Chair shall perform each of the duties of the Chair as necessary in the absence of the Chair.

**11. Duties of the District-Designated Secretary**

- A. Subject to review by the Chair before publishing, the District-designated Secretary shall provide oversight in the preparation, recording, and distribution by District-provided support of the following documents in accordance with the Brown Act:
  - Committee meeting agendas;
  - All reports, materials, and meeting packets as required by or addressed to the Committee;
  - The minutes of Committee meetings;
  - All written material submitted by the public during Committee meetings;
  - All official correspondence addressed to the Committee;
  - Reports adopted by the Committee;
  - Committee attendance records.
- B. The District-designated Secretary shall take and record roll at the beginning of each Committee meeting to determine the existence of a quorum. If a quorum ceases to exist during a meeting, the District-designated Secretary shall immediately inform the Chair.

**12. Succession**

The Vice-Chair will accede to Chair when a vacancy occurs in that office. In the event of a vacancy in the office of Vice-Chair, the position will be filled by election, agendized at its next regular Committee meeting.

**13. Meetings**

- A. All Committee meetings subject to the Brown Act will be held in a fully-accessible District facility.
- B. The Committee shall meet quarterly each fiscal year. Special meetings can be scheduled as necessary.
- C. To the extent practicable, the Committee, with the support of the District-designated Secretary and Clerk of the Board, shall publicize and promote its meetings to attempt to invite as much public participation as can reasonably be expected.
- D. Committee members shall be available to attend Board of Directors meetings when reports relating to Measure "C" are presented.

**14. Agendas**

- A. The Committee will take public comment at the beginning of each meeting.
- B. Agendas for regular Committee meetings will be prepared by its Chair, in consultation with District staff and with input from the committee. All documents applicable to agenda items shall be distributed at least three days in advance of meetings.
- C. Any member of the Committee may submit a request for placing an item on a future agenda.
- D. Agendas may include a consent calendar for routine, non-controversial items. These items must be clearly identified on published agendas. Any member of the Committee or public may request at the meeting that an item be added to the consent calendar or be pulled for discussion.
- E. After roll-call and the establishment of a quorum, meetings will begin with a consent calendar if appropriate.

**15. Quorum**

Actions may be undertaken at a meeting only if half-plus-one of Committee members in office as defined by Section 3(A) are present.

**16. Committee Voting**

Unless otherwise specified in these Bylaws an agendized action item may be approved by a simple majority of Committee members in attendance, a quorum being present. Members must be present to vote.

**17. Rules of Procedure**

Meetings shall be conducted with courtesy and decorum and in accordance with Robert's Rules of Order.

**18. California's Open Meeting Law**

All meetings of the Committee shall be open to the public and shall be noticed and conducted in strict compliance with the Brown Act.

**19. Public Participation**

Any member of the public present at a meeting may address the Committee during the period designated for public comment. The Chair may, at his/her discretion, choose in advance to place an equal time limit on all speakers.

**20. Minutes**

Minutes of Committee proceedings and all documents received and reports issued shall be a matter of public record, and the District shall make them available on the District's website. The District shall provide secretarial/clerical services to assist the Committee Chair in preparation, distribution, and posting of minutes for all Committee meetings. Minutes published before adoption by the Committee shall always be labeled "Draft Minutes."

**21. Attendance**

Regular attendance at Committee meetings is a fundamental obligation of every member of the Committee. Absences are disruptive to Committee activity and representation. Failure to attend two

consecutive meetings without acceptable reason announced in advance shall constitute due cause for member removal.

- A. Members anticipating an absence must call or email the Committee Chair or District-designated Secretary no later than 24 hours before the scheduled meeting.
- B. Committee attendance reports will be distributed annually and upon request by the Chair.

**22. Committee Reports**

- A. With the assistance of the District-designated Secretary, the Committee may prepare regular reports on its activities and, to the extent practicable, publicize and promote such reports. The Annual Report shall be issued and presented to the Board for each fiscal year. All Committee reports shall be made available on the District's website.
- B. Any such reports, written and/or oral, that represent the Committee's position must proceed from Committee review, be duly approved as to substance by an affirmative vote of a majority of the members present at a Committee meeting, a quorum being present, and be faithfully articulated to the public only by the Committee Chair or an approved designee.
- C. Any member of the Committee may speak as an individual on parcel tax issues but must clearly state for the record that such statements are their own personal views which do not necessarily represent those of the Committee or the District.

**23. Amendment of Bylaws**

Any amendment to these Bylaws shall be approved by a majority vote of the Board.