

**BYLAWS**  
**of**  
**THE CITIZENS' ASSESSMENT DISTRICT ADVISORY COMMITTEE**  
**of the**  
**Sutter Butte Flood Control Agency**

**SBFCA**

*January 2011*

**Article 1. Definitions**

- 1.1 "Appointing Party" means each of the individual members of the Sutter-Butte Flood Control Agency.
- 1.2 "Assessment District" means the measure approved by the voters of Sutter and Butte Counties in 2010 to address flood control needs in Sutter and Butte Counties, and implemented by the SBFCA Board.
- 1.3 "Brown Act" means California's open meeting law, the Ralph M. Brown Act, California Government Code, Sections 54950 *et seq.*
- 1.4 "CADAC" or "Committee" means the Citizens' Assessment District Advisory Committee.
- 1.5 "Expenditure Plans" collectively means the multi-year plan for expenditure of SBFCA's Assessment revenues for flood control purposes, as amended from time to time by the SBFCA Board.
- 1.6 "Member" means a member of the CADAC.
- 1.7 "SBFCA" means the Sutter-Butte Flood Control Agency.
- 1.8 "SBFCA Board" means the governing board of the Sutter-Butte Flood Control Agency, composed of 13 Sutter and Butte County officials.

**Article 2. CADAC Purpose and Responsibilities**

- 2.1 The specific CADAC responsibilities are:
  - 2.1.1 To serve as a conduit for ideas and information coming from the public at large to the SBFCA Board, through written and oral reports.
  - 2.1.2 To serve as a conduit of information back to the public ensuring that the programs, projects, policies, and goals of SBFCA are conveyed and understood.

- 2.1.3 To develop and maintain working relationships with community organizations and groups throughout Sutter and Butte Counties that are interested in and affected by the Assessment District.
- 2.1.4 CADAC shall review quarterly financial reports, annual audit documents, annual budget proposals, and short and long term financing plans of SBFCA. The committee may also review contracts, bond offerings, construction proposals and schedules and real estate purchases developed by SBFCA staff, along with SBFCA's actions to maximize bonds proceeds and reduce costs for professional fees and construction.

### **Article 3. Members**

- 3.1 Thirteen (13) Members will be seated.
- 3.2 Qualification for Membership. Each CADAC member shall be a resident of Sutter or Butte County.
- 3.3 Selection of Members:
  - 3.3.1 Each SBFCA Board member (Appointing Party) shall select one Member to represent his or her area.
- 3.4 Term of Membership:
  - 3.4.1 Each Member shall serve at the pleasure of his/her Appointing Party. A Member's term shall terminate on the occurrence of any of the following:
    - 3.4.1.1 The Member voluntarily resigns by written notice to the CADAC chair with copies to the Executive Director and the CADAC.
    - 3.4.1.2 The term of a Member expires and the Member is not reappointed by the Appointing Party.
    - 3.4.1.3 The Member fails to continue to meet the qualifications for membership, including residing in the area and attending at least one-half of all CADAC meetings within any six-month period.
    - 3.4.1.4 The Member passes away or otherwise becomes incapable of continuing to serve.
- 3.4 Meeting Attendance: CADAC members will be expected to actively support Committee activities and regularly attend meetings. Accordingly, more than three consecutive absences may be cause for removal from the Committee.
- 3.5 Vacancies. An Appointing Party shall have the right to appoint a person to fill the unexpired term of any vacant Member position on CADAC. CADAC shall be responsible for notifying an Appointing Party of such vacancy and for urging expeditious appointment of a new member, as appropriate.

## **Article 4. Meetings**

- 4.1 **Open and Public; Public Comment:** All meetings of CADAC shall be open and public and governed by the Brown Act. Public comment shall be allowed at all CADAC meetings. Comments by a member of the public in the general public comment period or on any agenda item may be limited to five minutes per speaker. At the discretion of the chair, the time limit may be increased or reduced, but not to less than two minutes.
- 4.2 **Regular Meetings.** CADAC will hold no fewer than two meetings per year. In December of each year, CADAC shall establish the schedule of regular meetings for the ensuing year. Meeting dates and times may be changed and additional regular meetings scheduled during the year by action of CADAC.
- 4.3 **Special Meetings.** Special meetings may be called by the chair or by a majority of the Members requesting the same in writing given to the chair, with copies to the vice chair and the Executive Director of SBFCA, specifying the matters to be considered at the special meeting. The chair or vice chair shall cause notice of a special meeting stating the matters to be considered to be given to all CADAC members and posted and published in accordance with the Brown Act, at least 24 hours prior to any special meeting.
- 4.4 **Agenda:**
  - 4.4.1 Only matters set forth on a posted and published agenda may be discussed or acted upon at a meeting, except as provided in the Brown Act.
  - 4.4.2 Items for a regular agenda may be submitted by any Member not later than three weeks prior to the meeting or at such later time as may be permitted by the chair. Supporting material for an agenda item shall be submitted at the same time. The chair and vice chair shall review and approve the final agenda in advance of distribution and posting.
  - 4.4.3 The agenda for a regular meeting shall be posted not less than 72 hours prior to the meeting; the agenda for a special meeting shall be posted not less than 24 hours prior to the meeting. Copies of the agenda, with supporting material and the prior meeting minutes, shall be mailed to members and any other interested parties who request it, not later than the time the agenda is required to be posted. CADAC shall also endeavor to have the agenda posted on the SBFCA website, provided at the meeting, and otherwise made widely available.
  - 4.4.4 Every agenda shall include the following items:
    - 4.4.4.1 Change of date, time, or place of a future meeting and scheduling of additional meeting(s).
    - 4.4.4.2 Review of member attendance

4.4.4.3 Provision for members of the public to address CADAC.

- 4.5 Quorum. The presence at the meeting, in person or by communications equipment, of a majority of the Members entitled to vote shall constitute a quorum for the transaction of business. The number of “Members entitled to vote” shall not include any vacancies. Every act or decision done or made by the majority of the Members present at a meeting duly held at which a quorum is present shall be regarded as the action of CADAC. Members present at a duly called or held meeting at which a quorum is present may continue to discuss agenda items until adjournment, notwithstanding the withdrawal of enough Members to leave less than a quorum, but no action may be taken without a quorum present.
- 4.6 Place of Meetings. Meetings of CADAC shall be held at any place within Sutter or Butte County as described in the CADAC calendar or, if no such place has been designated, at the offices of SBFCA. Meeting locations shall be accessible in compliance with the Americans with Disabilities Act of 1990 (41 U.S.C., Section 12132) or regulations promulgated there under, shall be accessible by public transportation, and shall not be in any facility that prohibits the admittance of any person, or persons, on the base of race, religious creed, color, national origin, ancestry, or sex, or where members of the public may not be present without making a payment or purchase.

## **Article 5. Officers**

- 5.1 Officers. The officers of CADAC shall be a chair and a vice-chair, and such other officers as CADAC may designate from time to time. Each officer must be a duly appointed Member of CADAC. No Member may hold more than one office.
- 5.2 Election of Officers. Officers shall be elected by the Members. Officers shall serve for a term of one year and may be removed by CADAC at any time. A Member receiving a majority of votes shall be deemed to have been elected, and shall assume office at the meeting following the election, unless elected to fill a vacancy in which case the newly-elected officer shall assume office immediately. Officers are limited to two consecutive terms. However, a Member may be re-elected after at least one year of membership without holding an officer position.
- 5.3 Removal and Resignation of Officers. Any officer may resign from office (with or without resigning from CADAC) at any time by giving written notice to the CADAC chair, with copies to the CADAC vice-chair and the Executive Director of SBFCA. A resignation shall take effect at the date of the receipt of that notice or at any later time specified in that notice; and, unless otherwise specified in that notice, acceptance of the resignation shall not be necessary to make it effective.
- 5.4 Vacancies in Offices. A vacancy in any office because of death, resignation, removal, disqualification or any other cause shall be filled in the manner prescribed in these bylaws for regular election to that office.

- 5.5 Chair. The chair shall preside at all meetings of CADAC and may make regular reports to the SBFCA Board.
- 5.6 Vice Chair. In the absence or disability of the chair, the vice chair shall perform all the duties of, have all the powers of, and be subject to all the restrictions upon, the chair. The vice chair shall have such other powers and perform such other duties as from time to time may be prescribed to him or her respectively by the CADAC, the bylaws, or the chair.
- 5.7 In the absence of the chair or vice-chair at a meeting, the Members shall, by consensus, appoint one Member to preside over that meeting.

#### **Article 6. Subcommittees**

6. Establishment. CADAC may establish subcommittees when and as necessary or advisable to make nominations for office of CADAC, to draft a report or other document, or for any other purpose within the purview of CADAC.
- 6.1 Subcommittee Membership. CADAC members shall be appointed to subcommittees by CADAC, or by the chair, if CADAC delegates the appointment of a particular subcommittee to the chair. No subcommittee shall have fewer than three members nor shall a subcommittee have sufficient members to constitute a quorum of CADAC. The members of a subcommittee shall elect a chair from among their number.

#### **Article 7. Records and Notices**

- 7.1 Minutes. CADAC shall cause to be kept at the offices of SBFCA a record of minutes of all meetings and actions of CADAC and its subcommittees with the time and place of holding, the names of those present at CADAC meetings and subcommittee meetings, and the proceedings.
- 7.2 Roster; Attendance Records. CADAC shall cause to be kept at the offices of SBFCA a roster of Members and a record of Member attendance.
- 7.3 Notices. The CADAC chair shall cause notice of all meetings of the Members required by the bylaws or by law to be given. Notices shall be in writing and shall be given by posting. The chair shall endeavor to cause meeting notices also to be given to CADAC members by personal delivery, telecopier, US Mail, or email, and any other notice required or permitted to be given under these bylaws may be given by any of these means.

#### **Article 8. General Matters**

- 8.1 Rules of Order. The rules contained in the latest edition of “Robert’s Rules of Order” shall govern the proceedings of CADAC and subcommittees thereof to the extent that the person presiding over the proceeding determines that such formality is required to maintain order and make process and to the extent said rules are not inconsistent with these bylaws or the Brown Act.
- 8.2 Public Statements. No member of CADAC may make public statements on behalf of CADAC without authorization by affirmative vote of CADAC, except for the chair, or in his or her place the vice chair, and only when making a regular report of CADAC activities and concerns to the SBFCA Board.
- 8.3 Expenses. CADAC members shall serve without compensation for meetings attended in accordance with policies established by the SBFCA Board.
- 8.4 Conflict. In the event these bylaws conflict with any provision of the SBFCA Citizens’ Assessment District Advisory Committee Charter or the Brown Act, the conflicting provision in the SBFCA Charter or the Brown Act shall prevail. In the event these bylaws conflict with resolutions or motions of the SBFCA Board, the resolutions or motions of the SBFCA Board shall prevail.
- 8.5 Amendments. These bylaws may be amended, repealed or altered, in whole or in part, by a resolution adopted at a duly-constituted CADAC meeting at which a quorum is present.
- 8.6 Member Materials. Before the first meeting of a new Member’s term, the chair shall provide or cause to be provided to the new Member a copy of each of the following, together with such other materials as the chair may deem advisable for a new member to have: a roster of CADAC Members; a roster of SBFCA Board members; the Expenditure Plans; these bylaws, as amended to date; the Brown Act as then in effect; and minutes, whether approved or not, of the most recent regular CADAC meeting and any special CADAC meetings held after the most recent regular meeting.

### **Certificate of Chair**

I, Ray Rogers, am the duly elected chair of the Citizens’ Advisory Committee for the Sutter Butte Flood Control Agency (“CADAC”), and I hereby certify that the foregoing is a true and correct copy of the bylaws of CADAC as of \_\_\_\_\_, 20\_\_.

Adopted: January 12, 2011