

**DRAFT BYLAWS OF THE
COUNTYWIDE OVERSIGHT BOARD TO THE SUCCESSOR AGENCIES OF
THE COUNTY OF SAN JOAQUIN**

**ARTICLE I
NAME**

The agency shall be known as the “Countywide Oversight Board to the Successor Agencies of the County of San Joaquin” (herein referred to as the “Countywide Oversight Board”).

**ARTICLE II
PURPOSE**

Section 1. Purpose. The Countywide Oversight Board shall perform the duties described in Chapter 4 (commencing with Section 34179) of Part 1.85 of Division 24 of the Health and Safety Code in connection with the winding down of the affairs of the former City of Stockton, City of Manteca, City of Tracy, and City of Ripon Redevelopment Agencies (hereinafter the “former Redevelopment Agencies”) by the Successor Agencies of the former Redevelopment Agencies (hereinafter the “Successor Agencies”).

Section 2. Term. The Countywide Oversight Board shall cease to exist when all successor agencies subject to its oversight have been formally dissolved pursuant to Health and Safety Code section 34187.

Section 3. Public Entity. The Countywide Oversight Board shall be deemed a local entity for purposes of the Ralph M. Brown Act, the California Public Records Act, and the Political Reform Act of 1974.

**ARTICLE III
DUTIES AND RESPONSIBILITIES**

Section 1. Successor Agency Actions Requiring Oversight Board Approval. All of the successor agency actions set forth in Health and Safety Code section 34180 shall first be approved by the Countywide Oversight Board.

Section 2. Oversight Board Direction to Successor Agencies. The Countywide Oversight Board shall direct the Successor Agencies to do all of those items set forth in Health and Safety Code section 34181.

ARTICLE IV MEMBERSHIP

Section 1. Board. The Countywide Oversight Board shall be governed by a board of seven (7) directors, herein referred to as the “Board of Directors”, which shall be comprised of:

- (1) One member shall be appointed by the Board of Supervisors of the County of San Joaquin;
- (2) One member shall be appointed by the City Selection Committee; established pursuant to Section 50270 of the Government Code;
- (3) One member shall be appointed by the Independent Special District committee established pursuant to Section 56332 of the Government Code;
- (4) One member shall be appointed by the San Joaquin County Superintendent of Schools, to represent schools, if the superintendent is elected;
- (5) One member shall be appointed by the Chancellor of the California Community Colleges to represent community college districts in the County of San Joaquin;
- (6) One member of the public shall be appointed by the Board of Supervisors of the County of San Joaquin; and
- (7) One member shall be appointed by the recognized employee organization representing the largest number of Successor Agency employees in San Joaquin County.

Section 2. Appointment. The Board of Directors shall be appointed by resolution of the governing body of each member and shall serve at the pleasure of their appointing body or until their respective successors are appointed. Termination of a member’s tenure with its appointing body shall constitute automatic termination of that person’s membership on the Countywide Oversight Board. The appointing body may appoint a new member or alternate immediately upon any vacancy in a member’s representation.

Section 3. Alternates. The governing body of each member shall also appoint by resolution alternate members to the Countywide Oversight Board. During the absence of a regular member from any meeting of the Board of Directors, the alternate shall be entitled to participate in all respects as a regular member of the Board of Directors.

Section 4. Compensation. Members shall serve without compensation and without reimbursement for expenses.

ARTICLE V OFFICERS

Section 1. Elected Officers. The elected officers shall be chosen by the Board from the members of the Board and shall consist of a Chair and a Vice-Chair.

Section 2. Terms of Elected Officers. At the initial meeting of the Board of Directors, and then at the first meeting of each fiscal year thereafter, the officers shall be elected by the Board of Directors and shall serve for one (1) year, said term to commence upon election. No individual may hold the same office for more than two consecutive years. Special elections can also be called as necessary by a vote of seven members of the Board.

Section 3. Duties of Elected Officers.

A. Chair

1. The Chair shall preside at all meetings of the Board of Directors and such other meetings approved by the Board.

2. The Chair shall sign contracts and other documents as the authorized representative of the Board.

3. The Chair shall serve as the official spokesperson for the Board.

4. The Chair shall appoint such committees and other working groups as prescribed by the Board.

5. The Chair shall designate Directors or others to represent the Board at various meetings, hearings and conferences.

6. The Chair shall perform such other duties as necessary to carry out the work of the Board.

7. The Chair shall perform such duties as prescribed by law.

B. Vice-Chair

1. The Vice-Chair shall serve in the absence of the Chair.

C. Absences

1. In the absence of both the Chair and Vice-Chair, a majority of the Board shall select a Director to serve as Chair Pro Tem.

ARTICLE VI MEETINGS

Section 1. Regular and Special Meetings.

A. The Board of Directors shall meet as necessary, but at least once annually, at 2:00 p.m. in the Board of Supervisors Chambers at the San Joaquin County Administration Building, 44 N. San Joaquin Street, 6th Floor, Stockton, California, or at such time or location specified by the Board of Directors. Such meetings shall be for considering reports of the affairs of the Countywide Oversight Board and for transacting such other business as may be properly brought before the meeting. Any regular meeting may be rescheduled on an individual basis as to date, time and place, by motion of the Board of Directors, in the event of a conflict with holidays, Director' schedules, or similar matters, or, in the event of a lack of a quorum, as specified below.

B. Special meetings may be called in accordance with the California Ralph M. Brown Act. Special meetings may be called by the Chair, or by any one of the Directors.

C. All meetings shall be conducted in accordance with the Ralph M. Brown Act.

Section 2. Closed Sessions.

All information presented in closed session shall be confidential. Non-voting members shall not be permitted to attend closed sessions.

Section 3. Quorum.

A quorum for conducting all matters of business shall be four (4) members. The affirmative vote of at least a majority of the quorum present shall be required for the approval of any matter.

Section 4. Voting.

A. Voting shall only be conducted at proper noticed meetings where a quorum has been established and members are physically present, except as provided in Government Code section 54953 for teleconferencing.

B. Voting shall be by voice, show of hands, or roll call vote. Any Director may request a roll call vote.

C. In all cases, a vote to "abstain" shall be counted as an "aye" vote unless there is a majority vote to defeat the motion and then the vote to abstain shall be counted as a "no" vote.

D. All actions taken by the Board of Directors shall be adopted by resolution in accordance with Health and Safety Code section 34179(e).

Section 5. Notice of Regular and Special Meetings.

A. Notices of regular meetings shall be sent to each Director via electronic mail at least seventy-two (72) hours prior to such meetings. Such notices shall specify the place, the day, and the hour of the meeting and accompanying the notice shall be a copy of the agenda for that meeting.

B. In the case of special meetings, the written notice shall specify the specific nature of the business to be transacted.

Section 6. Lack of Quorum.

A. If less than a quorum of the Directors are present at any properly called regular, adjourned regular, special, or adjourned special meeting, the member(s) who are present may adjourn the meeting to a time and place specified in the order of adjournment. A copy of the order or notice of adjournment shall be conspicuously posted on or near the door of the place where the meeting was to have been held within 24 hours after adjournment.

B. If all the members are absent from any regular or adjourned regular meeting, the Secretary of the Board may so adjourn the meeting and post the order or notice of adjournment as provided, and additionally shall cause a written notice of the adjournment to be given in the same manner as for a notice of a special meeting.

C. If the notice or order of adjournment fails to state the hour at which the adjourned meeting is to be held, it shall be held at the hour specified for the regular meeting of the Board of Directors.

Section 7. Agenda.

Any Director or the Secretary of the Board may cause an item to be placed on the agenda.

Section 8. Adjournment.

Except as provided in Section 6 above, a meeting may be adjourned by the presiding officer's own action; however, any Director may object to such adjournment by the presiding officer and then a motion and action is required in order to adjourn the meeting in accordance with Rosenberg's Rules of Order.

Section 9. Meeting Minutes. Meeting minutes of the Countywide Oversight Board shall be prepared in writing, which may include electronic format, by the Clerk of the Board. Copies of the meeting minutes shall be made available to each member of the Countywide Oversight Board and the Successor Agencies. Approved minutes shall be on file in the Clerk of the Board's office and accessible on the Countywide Oversight Board's website.

Section 10. Decorum.

All Directors, and staff, shall conduct themselves in accordance with Rosenberg's Rules of Order and in a civil and polite manner toward other board members, employees, and the public. Using derogatory names, interrupting the speaker having the floor, or being disorderly or disruptive, are prohibited actions. If any meeting is willfully interrupted by any individual so as to render the orderly conduct of that meeting infeasible, that individual may be removed from the meeting. If any group or groups of persons willfully interrupts a meeting so as to render the orderly conduct of that meeting infeasible, the presiding officer, or a majority of the Board, may clear the meeting room in accordance with Government Code section 54957.9.

**ARTICLE VII
PARLIAMENTARY AUTHORITY**

Rosenberg's Rules of Order, current edition or such other authority as may be subsequently adopted by resolution of the Board is to apply to all questions of procedure and parliamentary law not specified in these Bylaws or otherwise by law.

**ARTICLE VIII
AMENDMENTS**

These Bylaws may be repealed or amended by the affirmative vote of the majority of the Board on a resolution presented at any regular meeting of the Board, provided notice of such proposal shall have been mailed, which includes electronic mail, to each Director at least seven (7) calendar days prior to the meeting at which the matter is to be acted upon. Notice of any proposed amendment shall identify the section or sections of the Bylaws proposed to be amended. The Successor Agencies shall be notified of any adopted amendments to the Bylaws.