

EXHIBIT “B”
SONOMA VALLEY COMMUNITY ADVISORY COMMISSION
RULES AND PROCEDURES

I. Commissioners.

A. Appointment: Appointment of County’s eight commissioners, one alternate commissioner, one emeritus commissioner, one ex-officio member, and one alternate ex-officio member shall be made by County’s Board of Supervisors. Appointment of City’s three commissioners, one alternate commissioner, one emeritus commissioner, one ex-officio member, and one alternate ex-officio member shall be made by City’s City Council.

B. Qualifications: Each commissioner and alternate commissioner shall be a resident of the area represented by that commissioner or alternate commissioner.

C. Terms of Office: Commissioners and alternate commissioners shall serve four-year terms at the pleasure of their appointing authority. No commissioner or alternate commissioner shall serve more than two terms unless their appointing authority approves an exception to allow the commissioner or alternate commissioner to serve an additional term or terms. In any case, County and City each reserve the right to remove a commissioner or alternate commissioner it appointed regardless of the term of appointment, with or without cause. Emeritus commissioners, ex-officio members, and alternate ex-officio members shall serve at the pleasure of their appointing authority and may be removed at any time, with or without cause.

D. Duties of Commissioners:

1. To attend and participate in meetings of the Commission.
2. To study and analyze appropriate material submitted.
3. To participate in discussions and research and write necessary reports.
4. To serve on such subcommittees as may be designated by the Commission.
5. To aid the public in understanding and participating in local planning issues, and the processes of local government.

E. Vacancies: In event of termination, death, resignation, or inability to serve on the part of any commissioner or alternate commissioner, such condition shall be brought to the attention of the appointing authority. “Inability to serve” shall be determined by a majority vote of the Commission. If any commissioner shall miss two (2) consecutive regular meetings without a valid excuse, the appointing authority shall be notified and requested to appoint a more active replacement.

At any time that a vacancy occurs, either County or City, as the case may be, shall have sixty (60) days to fill the vacancy. Should either County or City fail to act in the time specified, the Commission shall have the authority to make the appointment in accordance with the prescribed membership.

F. Officers: At the first meeting in each calendar year, the Commission shall elect a Chair, Vice Chair, and Secretary. The Chair shall perform the functions specified in these Rules and Procedures. When the Chair is absent, the Vice Chair shall assume the duties of the Chair. If the Chair and the Vice Chair are both absent, the remaining members of the Commission shall select one of its members to act as Chair Pro Tem. The Secretary shall act as secretary to the Commission.

G. Office: The principal place of business of the Commission shall be determined by the Commission. At a minimum, there shall be a telephone number where information may be obtained by the public, and a place where the agenda may be publicly posted. This need not be the same place as where the Commission itself meets.

H. Compensation: Commissioners shall serve without compensation.

II. Meetings.

A. Frequency and Location: Meetings of the Commission shall be on an “as needed” basis as decided by the Commission. The time of the meetings shall be scheduled to maximize assistance to County’s Board of Supervisors and City’s City Council and their staffs. All meetings shall be held within the area shown in Exhibit “A” to the Joint Powers Agreement and shall be in a public building, accessible to the public, with facilities to accommodate interested members of the public.

B. Brown Act: All meetings and all deliberations of the Commission shall be open to the public and shall be governed by the Brown Act.

C. Rules of Procedure: All meetings of the Commission shall be conducted, insofar as practical, according to Roberts Rules of Order or other parliamentary authority adopted by the Commission.

D. Presiding Official: The Chair, or the Vice Chair in the Chair’s absence, shall preside over all meetings of the Commission. In case of absence of both the Chair and the Vice Chair, the Chair Pro Tem shall preside.

E. Agenda: The Chair shall be responsible for setting the agenda of each meeting of the Commission in collaboration with the Vice Chair and Secretary, and County and/or City staff.

F. Voting: Each member of the Commission is entitled to one vote. A member may abstain from voting in cases of conflict of interest, in which case he or she must state what the

conflict is. No proxies shall be permitted. All votes shall be public and properly recorded. Ex-officio members shall not be entitled to vote.

G. Minutes of Meeting: The minutes of each meeting of the Commission shall include a copy of the Agenda, the official public record of the meeting, and shall indicate any actions taken by the Commission. A copy of the minutes shall be sent to County and City.

H. Special Meetings: Special meetings of the Commission may be called by the Chair or a majority of the Commission. No special meeting shall be held without compliance with the Brown Act.

I. Notice of Meetings: Notice of meetings of the Commission shall, at a minimum, comply with the Brown Act. The Commission shall give such additional notice as County's Board of Supervisors or City's City Council may request.

J. Quorum: Six voting members of the Commission shall constitute a quorum of the Commission.

K. Alternate Commissioner: County's alternate commissioner shall serve only in the absence of one of County's commissioners. Likewise, City's alternate commissioner shall serve only in the absence of one of City's commissioners. Each alternate commissioner who serves is entitled to one vote.