Los Osos Community Advisory Council

Bylaws

Adopted - December 10, 2020

Amended and Approved - January 28, 2021

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Article I: Definition

The name of this organization shall be the “Los Osos Community Advisory Council,” also known as “LOCAC.” Bylaws are the rules and principles by which LOCAC is governed. They serve as the architectural framework for conducting business and work hand in hand with The Policies and Procedures Manual.

Article II: Purposes

The Los Osos Community Advisory Council has as its purposes:

Section 1: To develop a unified cooperative effort among all individuals, organizations and public jurisdictions interested in supporting, advising, planning and developing an environment aimed at enhancing a positive quality of life for the Los Osos community.

Section 2: To establish an organization representative of the people of Los Osos in matters of community and civic interests: to advise the County Supervisor of District 2, the San Luis Obispo County Planning Department, Planning Commission, Board of Supervisors and other relevant entities as a whole regarding subjects appropriate to the objectives of the Los Osos Community Advisory Council; and to provide a forum for public review of matters identified with planning and development including, but not limited to, land use, circulation, zoning, public improvements and all aspects of community growth, culture and wellbeing.

Section 3: The Council’s role is advisory only. Inasmuch as LOCAC is advisory in nature to the County, no member of the Council is empowered to commit the community or the County to any action, participation, or financial involvement. Only the Chairperson, or in their absence, the Vice Chairperson or other Council member specifically identified, shall speak formally for the Council.

Article III: Council Membership

Section 1: The Council shall be made up of a total of nine (9) members. Eight (8) of the members will be elected members two (2) from each geographical voting area) representing the 4 (four) geographical voting districts of the Community of Los Osos which are determined by the Council, as set forth in Exhibit A of the Policies and Procedures Manual, Approved December 2020. The ninth member will be at-large, will represent all voting districts and will be appointed by the LOCAC Board through an application process. Each voting district shall generally be determined to fairly and equally represent the community on the basis of neighborhood interests and population. There shall not be a majority of members on the council that are also participating members or Board members of another organization in the community. (Example: Five (5) Council members that are also part of Los Osos Cares).

Section 2: Elected members shall serve terms of 4 (four) years. An election shall be held in May of even-numbered years, prior to the regularly-scheduled council meeting. The candidate from each of the four (4) areas with the highest number of votes cast within the area will be declared the winner. Elected members will be seated at the regular LOCAC meeting in May, following approval of the election results. If unforeseen circumstances should arise and elections cannot happen during an even numbered year then by majority vote of the council, the election can be postponed until an election can take place. Under these circumstances the newly elected person will serve the remaining years of the term until the next even numbered election year for that position. If applicable, the two board members serving in the same district will be up for election in alternating years so that districts will always be served by a member with, at least two years experience.

The ninth (9) member (at-large) of the Council will be determined by a vote of the seated Council members after the May election and will have a four (4) year term. The seated Council will accept applications for the ninth at-large Council member, review the applications, may ask candidates to attend a Council meeting to make a brief presentation. The at-large member will be elected to the Council by a majority of the seated Council.

Section 3: A qualified candidate for election representing a geographical voting district, as described in the Policies and Procedures Manual, is any resident over 18 years of age residing in that geographical voting district. The at-large Council

member must also be a resident of one of the four geographical areas is Los Osos and over 18 years of age.

Section 4: All candidates must submit their one page description of why they want to serve on LOCAC, their signed Conditions of Service and signed Standards and Code of Conduct form by a date established by the Election Committee, generally two weeks prior to the regular Council meeting in March of an election year. The Election Committee will review the candidacy forms and determine if each applicant's candidacy complies with Section 3 of this article and Policies and Procedures Manual Section IV. The at-large Council member application process/requirements will mimic the elected member process with the exception of the timeline will be slightly different.

No person may serve or attend meetings as an elected LOCAC Council Member, unless they have signed the Conditions of Service and the Standards and Code of Conduct.

Section 5: In the event there are no candidates from a given geographical voting district, the newly elected Council shall fill that position following the procedure as outlined in Section 9 below.

Section 6: If a member has 3 (three) unexcused absences within any 12 month period, the Secretary shall send a reminder to that member pointing out the possible loss of the Council seat. 4 (four) unexcused absences within any 12 month period will initiate an automatic review by the full Council. A majority vote by the Council members, excluding the vote of the absentee member, is necessary for termination of the absentee member.

Section 7: If an elected member of the Council moves outside of their geographical voting district, the member shall be ineligible to continue on the Council and shall be removed immediately. If an appointed member moves from the community they shall be removed immediately. The community of Los Osos is defined by the map in Exhibit A of the Policies and Procedures.

Section 8: A member may be removed from the council by majority vote, excluding the vote of the member in question, for cause by violating the Conditions of Service and Standards and Code of Conduct, (Policy and Procedures Exhibit B and C), and/or as listed in Article IX, Section 5 - Conflict of Interest.

Section 9: In the event of a vacancy caused by the loss of an elected member of the Council or if there are no electoral candidates for a given geographical voting district, a nominating committee shall be appointed by the Chairperson to confirm the eligibility of potential replacements as determined by Article lII

section 3 of Bylaws. Potential replacements will have signed the Conditions of Service and the Standards and Code of Conduct (Policies and Procedures Manual Exhibit B and C) as well as submitted their one page description of why they want to be on LOCAC. The proposed replacement shall become a member of the Council upon majority vote of the Council and shall serve the remaining term of the vacant seat. Should the vacancy occur four months or less before a regular, the vacancy will remain until the election.

Section 10: New members are expected to attend the County of San Luis Obispo Planning Department's Advisory Council Training Session, held every Spring in San Luis Obispo. All members are encouraged to attend the training session each year.

Section 11: The Chair shall distribute to all new members a copy of the LOCAC Bylaws, Policies and Procedures and a copy of the San Luis Obispo Community Advisory Council Handbook published by the County of San Luis Obispo Planning Department.

Article IV: Council Officers

Section 1: Officers of the Council shall consist of the Chairperson, Vice Chairperson, Secretary, Treasurer, and Communications Officer, selected from and elected by a majority of the members of the Council, with the combination of Vice Chairperson and Treasurer at the discretion of LOCAC.

Section 2: The Chairperson shall preside at all meetings and shall represent the Council. The Chairperson is responsible for drafting the monthly LOCAC agendas, with input from the entire council. The Chairperson shall also maintain the roster of all members.

Section 3: The Vice Chairperson, or other Council member as specified by the Chairperson shall preside at meetings in the absence of the Chairperson.

Section 4: The Secretary should keep minutes of all meetings, be responsible for correspondence, maintain LOCAC files and matters associated with the office including roster of all members, term limits, and signed agreements. In consultation with the Chairperson, and LOCAC members as relevant, the Secretary should prepare and send a notice to the County of San Luis Obispo, Planning and Building Staff's Los Osos Representative within 72 hours of a regular meeting, copied to the Project Manager for each project discussed and posted online. This letter will alert all parties to the recommendations voted on

by the Council along with any concerns voiced by the Council and the Community.

Section 5: The Treasurer shall maintain an accurate account of all expenditures and/or income in the Council's account and will provide a current report of the account at each regular meeting. The Treasurer needs to submit a proposed budget to LOCAC for approval to submit to the County Supervisor in accordance with their fiscal year. The approved annual budget which will be posted online each September.

Disbursement of funds authorized by the Council shall require the signature of only the Treasurer or another officer for amounts up to $200.00. Amounts over $200.00 require the signature of the Treasurer and one other officer.

Section 6: The Communications Officer shall maintain the LOCAC website to keep Los Osos Residents up to date on all issues related to LOCAC. The Communications Officer will work closely with Committee Chairs and Officers to update the website with agendas, minutes, project referrals and other documents and information under the purview of LOCAC that are meant for public review. The Officer will also keep a current list of all Advisory Council Members with their contact information and term expiration dates. The Communications Officer may announce current events and affairs within the Los Osos jurisdiction in collaboration with other agencies and organizations.

Section 7: Election of officers shall be held at the regular meeting in May as the last item of business. Officers are elected for a one year term, but may serve consecutive terms if reelected. In an election year, the election of officers will follow the seating of the new members and, if necessary, by the election of representatives from geographic voting districts in which there was a tie vote.

The outgoing Chairperson will chair the meeting until a new Chairperson is elected. The new Chairperson will then assume their duties and complete the election of officers. All Council members are eligible to serve as officers. The officer elections will be conducted by secret ballot, the ballot counts announced at the close of the meeting, by a council member.

Section 8: If an officer fails to perform their duties during the tenure of their office, then they can be removed from their position by a majority vote of the Council. This discussion will be held at a closed session.

Article V: Election of Council Members

Section 1: An election shall be held in May in even-numbered years. A minimum of 4 (four) elected positions, one from each district, will be open each election. If unforeseen circumstances should arise and an election cannot happen during an even-numbered year then by majority vote of the Council the election can be postponed until an election can take place. The terms of the two members in each District shall be staggered so that during each even-year election, typically only one member in the District will be elected.

Section 2: The election process shall be conducted by a Community Election Committee (CEC), the Chairperson of which shall be a Council member who is not a candidate and is approved by the Council. Members of the Community Election Committee shall conduct the election according to LOCAC's election procedures as outlined in the Policies and Procedures Manual Section IV.

Section 3: There shall be a campaign fund limitation that can be spent by each candidate for election and/or committee acting on their behalf, the amount of which is stated in the Policies and Procedures Manual Section IV, B. “In kind” contributions of materials and professional services are to be considered as part of this total. All candidates must sign the Conditions of Service Statement adhering to this limitation.

Section 4: Each proposed candidate for election and each appointed representative candidate shall be required to sign a Standards and Code of Conduct agreement and a Conditions of Service statement (See Policies and Procedures Manual Exhibits B and C) as well as submit a one page description of why they want to serve on LOCAC. Each candidate must be accepted by the committee after showing they are compliant with candidacy eligibility. (See Bylaws Article III Section 4).

Section 5: Voters must be over 18 years of age and reside in the same geographical voting district as the candidate for whom they are voting. The geographical voting district in which the voter lives shall be verified by the Community Election Committee, based on the geographical voting district map and descriptions (Exhibit A Policies and Procedures), which shall be displayed at the polling place.

Section 6: The Community Election Committee Chairperson shall present the election results to the Council at the end of the regular meeting in May. (See Policies and Procedures Section lV, l. Election Results) The outgoing Chairperson shall receive the election results and provide for the seating of newly elected and appointed members after which time, the election of officers will commence as the last item of business. See Article IV Section 7.

Article VI: Committees

Section 1: The Chairperson, with advice and consent of the Council, shall name new standing and special committees and appoint members to them. Each committee will have at least 2 LOCAC Council Members, one of which will be Chair of the Committee.

Each committee will also have public members appointed by Committee Chair as described in Section 3 of this article. Committees have a cap of 9 (nine) total members, with no more than 4 LOCAC members as many as 7 members of public, as outlined in Policies and Procedures Section III, A4.

Section 2: The number of LOCAC members allowed on a committee shall not constitute a quorum of the LOCAC Council. A listing of these committees shall be maintained by the Secretary and Communications Officer.

Section 3: Members of the public are appointed to sit on a committee and participate in its deliberations by the LOCAC Committee Chairperson in consultation with the LOCAC Chairperson (Policies and Procedures Section III A5). Public members are required to sign the Standards and Code of Conduct and Conditions of Service for Appointed Public Members. (Policies and Procedures Exhibit C and E). No person may sit on a Committee as a public member unless these documents are signed.

The Committee Chair is responsible for upholding the bylaws and ensuring policies and procedures are followed at all meetings. Public members of committees may be removed by majority vote, excluding the vote of the member in question, for cause as defined in the Policies and Procedures Section III A7 and A8, the Standards and Code of Conduct (Bylaws Article XI), Conflict of Interest (Bylaws Article IX Section 5) or Conditions of Service (Policies and Procedures Exhibit E).

Section 4: The committees shall make recommendations for action to LOCAC. Each Committee has the choice of sending a recommendation to LOCAC's Regular Agenda for a complete discussion and vote or it may be sent to the LOCAC Consent Agenda on a unanimous recommendation by the committee. In both cases, best efforts will be made to make sure all comments and opinions are shared. Minutes of the committee's meeting, along with all project materials and files, will be available online for the Council to review before the LOCAC meeting.

Section 5: Committee meeting minutes should be posted online in draft form within 1 (one) week of said meeting or 72 hours before general LOCAC meeting, whichever comes first

Section 6: When applicable and appropriate, all documents being reviewed by a committee shall be posted on the LOCAC committee page 72 hours prior to the meeting. An exception to this would be an urgent request by a county agency or the necessary reschedule of a meeting which results in less than 72 hours between a committee meeting and a LOCAC meeting

Section 7: Committees are expected to follow the same Bylaws, Policies and Procedures that LOCAC abides by and are subject to the same Standards and Code of Conduct.

Article VII: Council Meetings

Section 1: The Council shall hold regular meetings on the fourth Thursday of the month or such other time as agreed upon by a majority vote of the members. The regular meetings of November and December may be combined to an alternate date in November or December to avoid conflict with holidays. In the event in-person meetings are not possible, virtual meetings can be held following regular policies and procedures.

Virtual meetings may be called by the chairperson or vice chairperson when agreed upon by a majority of the Council.

Section 2: Notice shall be posted online stating the time and place of each regularly scheduled meeting. The agenda and all relevant material shall be posted at least 72 hours prior to the meeting. As a courtesy, they may also be emailed to each Council member. A draft of the minutes of the previous LOCAC meeting shall have been posted online 2 (two) weeks prior to each regularly scheduled meeting.

Section 3: In the event a meeting has to be cancelled with less than 72 hours' notice, a majority vote of the council is needed. This vote can be done via virtual platforms such as email, phone, text, or Zoom meeting. A record of the cancellation and the reason for that cancellation will be announced. Every effort will be made to notify the public and any persons who were expected to be involved in the meeting.

Section 4: Special meetings may be called by the Chairperson. Notice must be posted and Council members must be notified at least one week in advance. The

Chairperson must call a special meeting if a majority of members of the Council ask for one.

Section 5: Emergency meetings may be called by the Chair pursuant to the requirements of Section II A5 of the Policies and Procedures Manual.

Section 6: A majority of 5 (five) members of the Council shall constitute a quorum. Unless a quorum is present no voting will take place.

Section 7: All regular meetings shall be open to the public and a segment shall be set aside for Public Comment on items not otherwise on the agenda.

Section 8: No member of the Council shall vote on any issue in which they have a conflict of interest as defined in Bylaws Article IX, Conflict of Interest.

Section 9: LOCAC will follow the guidelines and processes for conducting meetings as set forth in Policies and Procedures Manual Section II Meetings.

Section10: Any council member can at any time request a closed session. These sessions must be approved by majority vote of the Council and an agreed upon date for the closed session will be decided. No votes or discussions will take place that would affect the public as it relates to planning and development including, but not limited to, land use, circulation, zoning, public improvements and all aspects of community growth. In rare circumstances, a closed session may be called during a Council meeting when an unforeseen issue has come up and the council needs to communicate in a private session. The Public will be asked to take a break for a specified amount of time and then asked to rejoin.

The purpose of a closed session is to discuss matters in confidence between Council members. Council members understand that information discussed in closed sessions may be confidential, sensitive and personal in nature and are not to be shared with the public unless agreed upon by Council.

If a Council member is found to have shared those comments with anyone outside of the meeting without permission, he/she/they may be removed from the Council by majority vote.

Section 11: Council meetings shall start at 6:30 PM and adjourn by 9:30pm unless a majority vote approves continuation.

Article VIII: Policies and Procedures

Section 1: The Policies and Procedures Manual shall be maintained by the Council and posted online. This manual shall outline the policies and procedures that LOCAC uses to conduct its business and activities and those of its committees. The Policies and Procedures Manual may be amended or revised at any time by a majority vote of the LOCAC Council members.

Section 2: Whether required to legally or not, LOCAC will abide by the intent and spirit of the Brown Act and the Fair Political Practices Act, whenever possible.

Article IX: Conflict of Interest

This Article is applicable to both LOCAC Council and all LOCAC Committee Members. The term 'member(s)' refers to Council and appointed public members. A conflict of Interest exists when financial interests or other opportunities for tangible personal benefit may exert a substantial and improper influence upon a council members judgement in exercising decision making. A Conflict of Interest may also involve a person or entity that has two or more relationships competing with each other for the person's loyalty.

No member of the Council or LOCAC Committee shall derive any personal or financial profit or gain, directly or indirectly, by reason of his or her service as a Council member with LOCAC.

Members of the council shall conduct themselves in such a manner as to avoid any possible or perceived conflict of interest with their duties and responsibilities as Council members.

Section 1: A LOCAC member has a conflict of interest if and when:

a. The issue before the Council is a project or proposal in which the member or a member of their immediate family has a different or distinct interest from the interests of the community and/or neighborhood at large.

b. The issue before the Council is a project or proposal in which the member or a member of their immediate family serves as an agent or attorney to the project or the property owner.

c. The issue before the Council is a project in which the member or a member of their immediate family is in a position to derive financial or other personal benefits, and/or recognition from actions or decisions made in their official capacity.

d. A member or a member of their immediate family accepts any gifts from applicants or their representatives who are in the review process.

e. A majority of members are talking privately to make deals or agree to vote in blocks without public involvement.

Section 2: When a member has a conflict of interest, as defined in Section 1:

a. This member has a duty to immediately disclose the conflict of interest so that the rest of the Council will be informed.

b. The precise nature of the conflict need not be revealed.

c. This member cannot take part in discussions of the issue other than in response to questions to provide relevant information.

d. The conflict of interest will be noted in minutes.

Section 3: A member with a conflict of interest, as defined in Section 1, above, cannot vote on any motion regarding the issues.

Section 4: In good faith a member with a conflict of interest should recuse themselves. When there is not agreement that a conflict of interest is evident with a member, then after discussions when both parties have stated their case, the Council will vote. A majority vote, excluding that of the member under discussion, will determine whether they are deemed to have a conflict of interest or not.

Section 5: If a Council or Committee member continues in discussions to persuade or influence and has a conflict of interest as outlined above, that member will be reminded of the conflict of interest and asked to stop discussing it. If activity continues the member may be removed from the Council or Committee by a majority vote of the appropriate body, excluding the vote of the member under discussion.

Article X: Amendments

Section 1: A Bylaws Committee will be established when a majority of the Council decides that amendments or revisions to the bylaws needs to be made.

Section 2: The Bylaws Committee will send the final draft of proposed bylaws changes to each Council member and post it online for public review one month prior to the expected vote at a Council meeting. This action will be announced to the Public one month prior to the vote, at a regular LOCAC meeting if possible.

The Bylaws Committee will accept all comments from both the Council and the Public in writing by an established deadline date set 2 (two) weeks prior to the expected vote at Council meeting. This allows the Bylaws Committee to consider all comments made and to revise the document.

Section 3: Prior to the general Council meeting when a vote to approve the final draft will be made, the Council shall hold a closed session, if deemed necessary, to discuss and review the document and all edits made from the written comments received.

Section 4: Final vote to approve the edited Bylaws will be on the LOCAC agenda in Business items section of the designated meeting. Once approved by vote all LOCAC members will sign any applicable documents that were amended as a result of new Bylaws.

Section 5: Policies and Procedures go hand in hand with the Bylaws and should be reviewed any time amendments to the Bylaws are made.

Section 6: To amend the Policies and Procedures Manual, a special committee shall be appointed to edit and suggest amendments to the Council. Any time Policies and Procedures are amended, the Bylaws should be reviewed to ensure compatibility. These changes do not need to be reviewed by the public as they are for internal use. A majority vote is required to approve amendments to the Policies and Procedures

Article XI: Standards and Code of Conduct

Article XI establishes the Standards and Code of Conduct applicable to all LOCAC related meetings and activities. These standards apply to everyone present—LOCAC Council Members, LOCAC and Public Committee members, agency representatives and public participants. LOCAC member below refers to both Council members and appointed public committee members.

Section 1: LOCAC is a place where all community members, regardless of race, gender, religion, socio economic status, ability and/or citizen status, may participate in safe community dialogue, and/or voice an opinion without fear of intimidation, slanderous behavior and/or bullying.

LOCAC represents the people of Los Osos and holds high standards for positive civic engagement, encouraging respectful, courteous, and thoughtful discussion of ideas and opinions, while setting clear boundaries for unacceptable behavior.

Section 2: Everyone, the Public and the Council included, will be held accountable to the same high standards of civil dialogue, engaging with integrity, collegiality and mutual respect. Not adhering to any of the standards in this Code of Conduct is cause for LOCAC members to be removed from the Council/Committee or likewise is cause for a member of the public to be asked to leave a meeting.

LOCAC is establishing a Code of Conduct where discussions are defined by respect, confidentiality when required, civil dialogue, cooperation and community building assuming positive intent and sincere listening.

Behavior unacceptable or non-compliant to this code, are grounds for removal, including but not limited to slander, name calling, disruptive and interruptive comments, bullying, derogatory, sexism, racist comments and/or hate speech as well as eye rolling, audible heavy sighs and whispered comments.

Section 3: LOCAC members will make attendance at all meetings of the Council or Committee a high priority and will be prepared to discuss the issues and business on the agenda. Each member is asked to notify the Chairperson if they intend to be absent.

Section 4: LOCAC members will support the actions and decisions of the Council even when they do not personally support the action or decision taken. It is the LOCAC member's obligation to ensure that decisions made reflect independent thinking free of peer influence, while taking into account community input. Putting the interests of the Community above personal interests is the goal.

Section 5: LOCAC members will adhere to Bylaws and Policies and Procedures. It is the Chairperson's responsibility to uphold the Bylaws and ensure Policies and Procedures are being followed at all meetings. A LOCAC member may also request review of any person that is not adhering to set guidelines laid out in this document. A LOCAC member who is found not to have adhered to the Standards and Code of Conduct during their tenure as a Council member will be given a warning. If a second warning is needed, the LOCAC member may be removed from their position by a majority vote of their respective body, excluding the vote of the member in question.

This discussion may be initiated by anyone on the Council or Committee and it would be expected to be scheduled for a closed session.

Section 6: A public participant that does not adhere to this code during a Council or Committee meeting will be given a warning. If a second warning is needed, the participant will be asked to leave the meeting. The Chair, by their own decision or

at the suggestion of a Council/Committee member and majority vote of the Council/Committee, has the right to remove any person not adhering to the Standards and Code of Conduct or to shut a meeting down if conduct gets out of hand. Agenda items not finished or addressed will be moved to the next regularly scheduled meeting.

Article XII: Approval of Bylaws

The Bylaws of the Los Osos Community Advisory Council are approved as constituted herein, by a consensus vote of the Council on December 6th 2020 and amended on December 11, 2025.

Ayes:

Nays:

Abstentions