

PAJARO VALLEY WATER MANAGEMENT AGENCY
SUSTAINABLE GROUNDWATER PLANNING ADVISORY COMMITTEE BYLAWS

ARTICLE I: PURPOSE

The purpose of the Ad Hoc Sustainable Groundwater Planning Advisory Committee (“Committee”) is to advise the Board of Directors (“Board”) and staff of the Pajaro Valley Water Management Agency (“Agency”) on the development sustainable groundwater management criteria (SMC) for the Pajaro Valley Groundwater Basin as is required by the 2014 Sustainable Groundwater Management Act (SGMA).

ARTICLE II: STRUCTURE

The Committee shall constitute an ad hoc committee of the Agency and is anticipated to meet up to ten times through fall 2021. The Committee’s subject matter jurisdiction is limited to matters expressed herein, together with all matters necessarily incidental thereto. Except as otherwise expressly provided in these bylaws or by resolution of the Board, the Committee does not make binding decisions on those matters; rather, the Committee makes recommendations to the Board.

ARTICLE III: OFFICERS

1. Officers of the Committee shall consist of a Chair and Vice Chair, which shall be selected from the members of the Committee and elected by a majority vote of the members present. Either the Chair or the Vice Chair shall be selected from among the Directors serving on the Committee.
2. Election of the officers shall take place at the first meeting of the Committee.
3. The Vice Chair shall assume the role of Chair in the event the Chair is absent.
4. In the case of a vacancy in the office of Chair, the Vice Chair shall succeed to the office. In the case of a vacancy in any other elected office, that position shall be filled by an election by the Committee (consistent with the requirements of (III)(1) above).

ARTICLE IV: MEMBERS

1. The Committee shall be comprised of seventeen members: twelve by appointment and five by application.
 - a. Appointed members shall include representatives from the following list of entities: Aromas Water District, California Water Service Company, City of Watsonville, County of Monterey, County of San Benito, County of Santa Cruz, Farm Bureau of Monterey County, Farm Bureau of Santa Cruz County, Pajaro Sunny Mesa Community Services District, and directors of the Pajaro Valley Water Management Agency
 - b. Applicant members shall include representatives from the following list of areas of interest: Agricultural, Disadvantaged Communities, Environmental, Mutual Water Companies, Residential Well Owners.
 - c. Alternate members are allowed.
2. Membership shall be for the term of the Committee.

3. Three successive absences of a member without notifying the Committee shall be cause for the member to be removed from the Committee. In such instance, the vacancy shall be filled and a new member shall be elected or appointed as provided in Section 4, below.
4. A vacancy in the membership shall be deemed to exist in case of the death, resignation, removal, or disqualification of any member or an increase in the authorized number of members of the Committee. If a vacancy occurs that must be filled by a Director, the Board shall appoint a new member selected from among the Directors of the Board. If any other vacancy occurs, the new member shall either be selected by their respective legislative body, in the case of a public agency member, or selected by the Committee if an Applicant Member (consistent with the composition requirements set forth in Section 1). The newly-elected or appointed Committee member shall serve out the unexpired term of the member that he or she replaces.

ARTICLE V: MEETINGS

1. The Committee shall comply with all applicable laws, including the Ralph M. Brown Act.
2. Committee meetings will generally be held regularly on the second Wednesday of every month at 2:00 p.m. at a location to be determined and noticed on meeting agendas unless an alternative date and time is approved by the Chair after polling the members' availability. The Chair or Vice Chair may call a special meeting of the Committee after proper notification.
3. A majority of the members of the Committee, including at least one Director, constitutes a quorum of the Committee.
4. Any decision of the Committee and/or recommendation to the Board shall require a majority vote by the members present for passage.
5. Every member shall have one vote.
6. Meetings shall be open to the public and members of other governmental agencies. Visitors may express their opinions or make requests during public comment in accordance with the requirements of the Brown Act.
7. All meetings shall be conducted pursuant to PV Water's *Rules of Order*.

ARTICLE VI: ADMINISTRATION

1. Agency staff shall prepare the agenda for each meeting of the Committee.
2. These Bylaws shall be reviewed if requested by the Committee and/or the Board.
3. In order to amend these Bylaws, notice of the proposed amendment(s) shall be delivered personally, electronically, or by mail to the Committee members and the Board at least two (2) weeks prior to the time of the vote on the proposed amendment(s). Any amendment to these Bylaws shall be adopted by a simple majority vote of the Board.



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PAJARO VALLEY WATER MANAGEMENT AGENCY

Rules of Order*

* Adapted from "Rosenberg's Rules of Order" published by the League of California Cities as a template for public agency rules.

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I. GUIDING PRINCIPLES:

A. Rules should establish order. The first purpose of these rules of order is to establish a framework for the orderly conduct of meetings.

B. Rules should be clear. Simple rules lead to wider understanding and participation. Complex rules create two classes: those who understand and participate and those who do not fully understand and do not fully participate.

C. Rules should be user-friendly. That is, the rules must be simple enough that members of the public feel they have been able to participate in the process.

D. Rules should enforce the will of the majority while protecting the rights of the minority. The ultimate purpose of the rules of procedure is to encourage discussion and to facilitate decision-making by the Board. In a democracy, the majority rules. The rules must enable the majority to express itself and fashion a result, while permitting the minority to also express itself (but not dominate) and fully participate in the process.

II. THE CHAIR SHOULD TAKE A BACK SEAT DURING DISCUSSIONS

While all members of the Board should know and understand the rules of parliamentary procedure, it is the Chair who is charged with applying the rules of conduct. The Chair should be well versed in those rules, because the Chair, for all intents and purposes, makes the final ruling on the rules. In fact, all decisions by the Chair are final unless overruled by the Board itself.

Because the Chair conducts the meeting, it is common courtesy for the Chair to take a less active role than other members of the Board in debates and discussions. This does *not* mean that the Chair should not participate in the debate or discussion. On the contrary, as a member of the Board, the Chair has full rights to participate in debates, discussions and decision-making. The Chair should, however, strive to be the last to speak at the discussion and debate stage, and should not make or second a motion unless he or she is convinced that no other member of the Board will do so.

III. THE BASIC FORMAT FOR AN AGENDA ITEM DISCUSSION

Each agenda item should be handled by the Chair in the following basic format.

A. First, the Chair should clearly announce the agenda item number and should clearly state what the subject is. The Chair should then announce the format that will be followed.

B. Second, following that agenda format, the Chair should invite the appropriate people to report on the item, including any recommendation they might have. The appropriate person may be the Chair, a member of the Board, a staff person, or a committee chair charged with providing information about the agenda item.

C. Third, the Chair should ask members of the Board if they have any technical questions for clarification. At this point, members of the Board may ask clarifying questions to the people who reported on the item, and they should be given time to respond.

D. Fourth, the Chair should invite public comments or, if appropriate at a formal meeting, open the meeting to public input. The Chair may limit the time of each public speaker. At the conclusion of the public comments, the Chair should announce that public input has concluded (or that the public hearing, as the case may be, is closed).

E. Fifth, the Chair should invite a motion from the Board members. The Chair should announce the name of the member who makes the motion.

F. Sixth, the Chair should determine if any member of the Board wishes to second the motion. The Chair should announce the name of the member who seconds the motion. If no member seconds the motion, the Chair should announce that the motion “dies for lack of a second.”

G. Seventh, if the motion is made and seconded, the Chair should make sure everyone understands the motion. This is done in one of three ways:

1. The Chair can ask the maker of the motion to repeat it;
2. The Chair can repeat the motion; or
3. The Chair can ask the secretary or the clerk of the Board to repeat the motion.

H. Eighth, the Chair should now invite discussion of the motion by the members of the Board. If there is no desired discussion or the discussion has ended, the Chair should announce that the Board will vote on the motion. If there has been no discussion or a very brief discussion, the vote should proceed immediately, and there is no need to repeat the motion. If there has been substantial discussion, it is normally best to make sure everyone understands the motion by repeating it.

I. Ninth, the Chair takes a vote. Simply asking for the “ayes” and then the “nays” is normally sufficient. If members of the Board do not vote, then they “abstain.” An abstention counts as a “no” vote. Unless the rules of the Board provide otherwise or unless a super-majority is required (as delineated later in these rules), a simple majority determines whether the motion passes or is defeated.

J. Tenth, the Chair should announce the result of the vote and should announce what action (if any) the Board has taken. In announcing the result, the Chair should indicate the names of the members, if any, who voted in the minority on the motion. This announcement might take the following form: “The motion passes by a vote of 3-2, with Smith and Jones dissenting. We have passed the motion requiring 10 days’ notice for all future meetings of this Board.”

IV. MOTIONS IN GENERAL

Motions are the vehicles for decision making. It is usually best to have a motion before the Board prior to discussing an agenda item, to help everyone focus on the motion before them. Motions are made in a simple two-step process. First, the Chair recognizes the member. Second, the member makes a motion by preceding the member’s desired approach with the words: “I move ...” A typical motion might be: “I move that we give 10 days’ notice in the future for all our meetings.”

The Chair usually initiates the motion by:

1. Inviting the members to make a motion: “A motion at this time would be in order.”
2. Suggesting a motion to the members: “A motion would be in order that we give 10-days’ notice in the future for all our meetings.”
3. Making the motion.

As noted, the Chair has every right as a member of the Board to make a motion, but normally should do so only if he or she wishes a motion to be made but no other member seems willing to do so.

V. THE THREE BASIC MOTIONS

Three motions are the most common:

A. The basic motion. The basic motion is the one that puts forward a decision for consideration. A basic motion might be: “I move that we create a five-member committee to plan and put on our annual fundraiser.”

B. The motion to amend. If a member wants to change a basic motion that is under discussion, he or she would move to amend it. A motion to amend might be: “I move that we amend the motion to have a 10-member committee.” A motion to amend takes the basic motion that is before the Board and seeks to change it in some way.

C. The substitute motion. If a member wants to completely do away with the basic motion under discussion and put a new motion before the Board, he or she would “move a substitute motion.” A substitute motion might be: “I move a substitute motion that we cancel the annual fundraiser this year.”

Motions to amend and substitute motions are often confused. But they are quite different, and so is their effect, if passed.

A motion to amend seeks to retain the basic motion on the floor, but to modify it in some way.

A substitute motion seeks to throw out the basic motion on the floor and substitute a new and different motion for it.

The decision as to whether a motion is really a motion to amend or a substitute motion is left to the Chair. So that if a member makes what that member calls a motion to amend, but the Chair determines it is really a substitute motion, the Chair’s designation governs.

VI. TO DEBATE OR NOT TO DEBATE

The basic rule of motions is that they are subject to discussion and debate. Accordingly, basic motions, motions to amend, and substitute motions are all eligible, each in their turn, for full discussion before and by the Board. The debate can continue as long as members of the Board wish to discuss an item, subject to the decision of the Chair that it is time to move on and take action.

There are exceptions to the general rule of free and open debate on motions. The exceptions all apply when there is a desire of the Board to move on. The following motions are *not* debatable (that is, when the following motions are made and seconded, the Chair must immediately call for a vote of the Board without debate on the motion):

A. A motion to adjourn. This motion, if passed, requires the Board to immediately adjourn to its next regularly scheduled meeting. This motion requires a simple majority vote.

B. A motion to recess. This motion, if passed, requires the Board to immediately take a recess. Normally, the Chair determines the length of the recess, which may range from a few minutes to an hour. It requires a simple majority vote.

C. A motion to fix the time to adjourn. This motion, if passed, requires the Board to adjourn the meeting at the specific time set in the motion. For example, the motion might be: “I move we adjourn this meeting at midnight.” It requires a simple majority vote.

D. A motion to table. This motion, if passed, requires discussion of the agenda item to be halted and the agenda item to be placed on “hold.” The motion may contain a specific time in which the item can come back to the Board: “I move we table this item until our regular meeting in October.” Or the motion may contain no specific time for the return of the item, in which case a motion to take the item off the table and bring it back to the Board will have to be taken at a future meeting. A motion to table an item (or to bring it back to the Board) requires a simple majority vote.

E. A motion to limit debate. The most common form of this motion is to say: “I move the previous question” or “I move the question” or “I call for the question.” When a member of the Board makes such a motion, the member is really saying: “I’ve had enough debate. Let’s get on with the vote.” When such a motion is made, the Chair should ask for a second to the motion, stop debate, and vote on the motion to limit debate. The motion to limit debate requires a two-thirds vote of the Board. Note that a motion to limit debate could include a time limit. For example: “I move we limit debate on this agenda item to 15 minutes.” Even in this format, the motion to limit debate requires a two thirds vote of the Board. A similar motion is a *motion to object to consideration of an item*. This motion is not debatable, and if passed, precludes the Board from even considering an item on the agenda. It also requires a two-thirds vote.

VII. MAJORITY AND SUPER-MAJORITY VOTES

In a democracy, decisions are made with a simple majority vote. A tie vote means the motion fails. So in a seven-member board, a vote of 4-3 passes the motion. A vote of 3-3 with one abstention means the motion fails. If one member is absent and the vote is 3-3, the motion still fails.

All motions require a simple majority, but there are a few exceptions. The exceptions occur when there is a specific statutory requirement for a supermajority or unanimous vote, or when the Board is taking an action that effectively cuts off the ability of a minority of the Board to take an action or discuss an item. These extraordinary motions require a two-thirds majority (a super-majority) to pass:

A. Motion to limit debate. Whether a member says, “I move the previous question,” “I move the question,” “I call for the question” or “I move to limit debate,” it all amounts to an attempt to cut off the ability of the minority to discuss an item, and it requires a two-thirds vote to pass.

B. Motion to close nominations. When choosing officers of the Board, such as the Chair, nominations are in order either from a nominating committee or from the floor of the Board. A motion to close nominations effectively cuts off the right of the minority to nominate officers, and it requires a two-thirds vote to pass.

C. Motion to object to the consideration of a question. Normally, such a motion is unnecessary, because the objectionable item can be tabled or defeated straight up. However, when members of the Board do not even want an item on the agenda to be considered, then such a motion is in order. It is not debatable, and it requires a two-thirds vote to pass.

D. Motion to suspend the rules. This motion is debatable, but requires a two thirds vote to pass. This motion allows the Board to suspend the rules for a particular purpose.

VIII. THE MOTION TO RECONSIDER

There is a special and unique motion that requires a bit of explanation all by itself: the motion to reconsider. A tenet of parliamentary procedure is finality. After vigorous discussion, debate and a vote, there must be some closure to the issue. And so, after a vote is taken, the matter is deemed closed, subject only to reopening if a proper motion to reconsider is made.

A motion to reconsider requires a majority vote to pass, but there are two special rules that apply only to the motion to reconsider.

First is the matter of timing. A motion to reconsider must be made at the meeting where the item was first voted upon or at the very next meeting of the Board. A motion to reconsider made at a later time is untimely. (The Board, however, can always vote to suspend the rules and, by a two-thirds majority, allow a motion to reconsider to be made at another time.)

Second, a motion to reconsider may be made only by certain members of the Board. Accordingly, a motion to reconsider may be made only by a member who voted *in the majority* on the original motion. If such a member has a change of heart, he or she may make the motion to reconsider (any other member of the Board may second the motion). If a member who voted *in the minority* seeks to make the motion to reconsider, it must be ruled out of order. The purpose of this rule is finality. If a member of the minority could make a motion to reconsider, then the item could be brought back to the Board again and again, which would defeat the purpose of finality. If the motion to reconsider passes, then the original matter is back before the Board, and a new original motion is in order. The matter may be discussed and debated as if it were on the floor for the first time.

IX. COURTESY AND DECORUM

The rules of order are meant to create an atmosphere where the members of the Board and the members of the public can attend to business efficiently, fairly and with full participation. And at the same time, it is up to the Chair and the members of the Board to maintain common courtesy and decorum. Unless the setting is very informal, it is always best for only one person at a time to have the floor, and it is always best for every speaker to be first recognized by the Chair before proceeding to speak.

The Chair should always ensure that debate and discussion of an agenda item focus on the item and the policy in question, not on the personalities of the members of the Board. Debate on policy is healthy; debate on personalities is not. The Chair has the right to cut off discussion that is too personal, too loud or too crude.

Debate and discussion should be focused, but free and open. In the interest of time, the Chair may, however, limit the time allotted to speakers, including members of the Board. Can a member of the Board interrupt the speaker? The general rule is no. There are, however, exceptions. A speaker may be interrupted for the following reasons:

A. Privilege. The proper interruption would be: "Point of privilege." The Chair would then ask the interrupter to "state your point." Appropriate points of privilege relate to anything that would interfere with the normal comfort of the meeting. For example, the room may be too hot or too cold, or a blowing fan might interfere with a person's ability to hear.

B. Order. The proper interruption would be: "Point of order." Again, the Chair would ask the interrupter to "state your point." Appropriate points of order relate to anything that would not be considered appropriate conduct of the meeting; for example, if the Chair moved on to a vote on a motion that permits debate without allowing that discussion or debate.

C. Appeal. If the Chair makes a ruling that a member of the Board disagrees with, that member may appeal the ruling of the Chair. If the motion is seconded and after debate, if it passes by a simple majority vote, then the ruling of the Chair is deemed reversed.

D. Call for orders of the day. This is simply another way of saying, “Let’s return to the agenda.” If a member believes that the Board has drifted from the agreed upon agenda, such a call may be made. It does not require a vote, and when the Chair discovers that the agenda has not been followed, the Chair simply reminds the Board to return to the agenda item properly before them. If the Chair fails to do so, the Chair’s determination may be appealed.

E. Withdraw a motion. During debate and discussion of a motion, the maker of the motion on the floor, at any time, may interrupt a speaker to withdraw his or her motion from the floor. The motion is immediately deemed withdrawn, although the Chair may ask the person who seconded the motion if he or she wishes to make the motion, and any other member may make the motion if properly recognized.

X. SPECIAL NOTES ABOUT PUBLIC INPUT

The rules outlined here help make meetings very public-friendly. But in addition, and particularly for the Chair, it is wise to remember three special rules that apply to each agenda item:

A. Rule One: Tell the public what the Board will be doing.

B. Rule Two: Keep the public informed while the Board is doing it.

C. Rule Three: When the Board has acted, tell the public what the Board did.

Public input is essential to a healthy democracy, and community participation in public meetings is an important element of that input. The challenge for anyone chairing a public meeting is to accommodate public input in a timely and time-sensitive way, while maintaining steady progress through the agenda items. The rules presented here for conducting a meeting are offered as tools for effective leadership and as a means of developing sound public policy.