Resolution 2025-01

A Resolution of the Board of Directors of the
Pajaro Valley Water Management Agency

Amending Administration & Finance Committee Bylaws

WHEREAS, each year the Board of Directors of the Pajaro Valley Water Management Agency ("PV Water") appoints three Directors to serve on its Administration & Finance Committee ("Committee"), a standing committee of the Board; and

WHEREAS, the Board established bylaws to govern the Committee at its April 20, 2016 meeting; and

WHEREAS, Article VII: Administration, Section 2 states: "These Bylaws shall be reviewed annually for recommended updates or more often if requested by the Committee and/or the Board"; and

WHEREAS, on January 7, 2025, the Committee reviewed the bylaws and voted to recommend approval of the amended "Pajaro Valley Water Management Agency Administration and Finance Committee Bylaws," attached hereto.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Pajaro Valley Water Management Agency does hereby amend the Administration & Finance Committee Bylaws, attached to this Resolution as Exhibit A, and incorporated herein by reference.

PASSED AND ADOPTED by the Pajaro Valley Water Management Agency, County of Santa Cruz, State of California, the **15th** day of **January 2025**, by the following vote:

AYES: Rider, Bannister, Culbertson, Newell
NOES: None
ABSENT: Broz
ABSTAIN: None

Stephen Rider, Chair

Attest:

Nancy Trevino, Acting Board Secretary

EXHIBIT "A"

PAJARO VALLEY WATER MANAGEMENT AGENCY

ADMINISTRATION AND FINANCE COMMITTEE BYLAWS

ARTICLE I: PURPOSE

The purpose of the Administration and Finance Committee ("Committee") is to advise the Board of Directors ("Board") and staff of the Pajaro Valley Water Management Agency ("Agency") on administrative and financial oversight for the organization.

ARTICLE II: STRUCTURE

The Committee shall constitute a standing committee of the Agency and shall meet until otherwise directed by the Board. 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.
2. Election of the officers shall take place annually at the first meeting following the annual appointment of Directors to serve on the Committee.
3. The Vice Chair shall assume the role of Chair in the event the Chair is absent.
4. If a vacancy of the Chair or Vice-Chair occurs, it shall be filled by election at the next regularly scheduled committee meeting.

ARTICLE IV: MEMBERS

1. The Committee shall be comprised of three Directors from the Board.
2. Membership shall be for a term of one year.
3. At the Board's December meeting, the Board shall appoint the Directors to serve on the Committee for the following year, and the Board shall make a new appointment when a vacancy occurs on the Committee.
4. Three successive absences of a member without notifying the Committee shall be cause for the member to be removed from the Committee.

ARTICLE V: MEETINGS

1. The Committee shall comply with all applicable laws, including the Ralph M. Brown Act.
2. Committee meetings shall be held monthly one week prior to board meeting at a location and time established by the Committee and noticed on meeting agendas. Any future regular meeting of the Committee may be moved if approved by a majority of the members present at a regular meeting.
3. The Chair or Vice Chair may call a special meeting of the Committee after proper notification.

4. A majority of the members of the Committee constitutes a quorum of the Committee.
5. Any decision of the Committee and/or recommendation to the Board shall require a majority vote by the members present for passage.
6. Every member shall have one vote.
7. Meetings shall be open to the public and members of other governmental agencies. Visitors may express their opinions or make requests during public comment.
8. All meetings shall be conducted pursuant to *Rosenberg's Rules of Order*.
9. Minutes shall be taken at every meeting and shall be considered for approval at the next meeting.

ARTICLE VI: RESPONSIBILITIES

1. The Committee shall review, consider, and make a recommendation to the Board regarding the following:
    a. Monthly Reports:
        i. Financial Reports including: Activity Report, Investment Report, and Accounts Payable Report
        ii. A/R Aging and Collections Report
        iii. Preliminary Budget to Actual Report
    b. Quarterly Reports:
        i. Quarterly Billing Summary
        ii. Contract Commitments
        iii. Account Adjustments/Write offs
        iv. Account Aging: Over 120 Days with Balances Exceeding $100
    c. Annual Review:
        i. Budget and Budget Amendments
        ii. Investment Policy
        iii. Cash Reserve Policy
        iv. Employee Handbook
    d. Updates to the Agency's Conflict of Interest Code as needed
    e. Other administrative and financial review, such as consultant agreements, as needed

ARTICLE VII: ADMINISTRATION

1. Agency staff shall prepare the agenda for each regular and special meeting of the Committee.
2. These Bylaws shall be reviewed annually for recommended updates or more often if requested by the Committee and/or the Board.