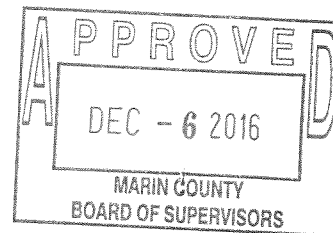


November 18, 2016



Marin County Board of Supervisors
3501 Civic Center Dr. Room 329
San Rafael, CA 94903

Re: Marin County Child Care Commission – Amended Bylaws

Dear Supervisors,

During the last months, the Marin County Child Care Commission revised its bylaws in order to ensure legal compliance of internal governance practices and its applicability with local, state and federal laws. We respectfully submit the amended bylaws for your consideration.

RECOMMENDATION

1. Approve Amended Bylaws.

SUMMARY: The Marin County Child Care Commission was established in July 1995 and its first bylaws were approved in January 1996. Since then, Commissioners have revised the document periodically to ensure legal and internal compliance. The bylaws were last amended in September 2008. During 2016, the Commission reviewed the document and made changes on its mission statement (Article II), Officers (Section 4.1), Executive Committee (Section 7.2), Nominating Committee (Section 7.3), and Amendments (Section 10.2).

The Deputy County Counsel approved the amended document.

FISCAL IMPACT: There is no impact resulting from this item.

COMMUNITY BENEFIT: The Child Care Commission has played a significant role in leading and supporting countywide plans and advocacy efforts to ensure access to high quality early care and education services. The approval of the amended bylaws will ensure good governance of the Commission.

Respectfully Submitted,

A handwritten signature in cursive script, appearing to read "Ericka Erickson".

Ericka Erickson
Coordinator, Marin County Child Care Commission



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**MARIN COUNTY CHILD CARE COMMISSION
BY-LAWS**

**ARTICLE I
NAME**

The name of this Commission shall be the Marin County Child Care Commission

**ARTICLE II
MISSION AND RESPONSIBILITIES**

The Marin County Child Care Commission's mission is to lead and support countywide plans and advocacy efforts to ensure access to high quality early care and education services. As the Local Child Care and Development Planning Council, the Commission provides a forum for the identification of local priorities for child care and the development of policies and strategies to meet the needs identified within those priorities.¹

The responsibilities of the Commission shall be as follows:

1. To report to and advise the Board of Supervisors of the County of Marin as to specific measures county government might take to support the implementation of the Child Care Master Plan;
2. To strengthen and deepen the collaboration and cooperation among all sectors involved in the development of the Child Care Master Plan;
3. To facilitate and coordinate community participation in the implementation of the Child Care Master Plan;
4. To report to the Board of Supervisors of the County of Marin on federal, state and local legislation relating to child care and advise the Board on appropriate actions;
5. To provide a Marin County voice in state and national advocacy arenas regarding child care and child development;
6. To draft a child care element for consideration for inclusion in the Marin County General Plan;
7. To coordinate and collaborate with, and report to, other county commissions, specifically the Planning Commission, Economic Commission and appropriate Health and Human Service commissions regarding the inclusion of measures supporting child care and child development services;

¹ Education Code section 8499.3

8. To propose strategies and take action, when appropriate, for generating new financial resources to support affordable and accessible child care in Marin;
9. To act as the Local Planning Council, as defined in the California Education Code 8499, setting local priorities for child care block grant funds.

ARTICLE III MEMBERSHIP

- 3.1 Members. The members of the Commission shall be set forth, as defined in the California Education Code 8499.3 and adopted by the Board of Supervisors of the County of Marin to include the targeted areas as defined in the Marin County Master Plan for Child Care, and as amended from time to time. The Commission shall consist of 20 members. Consistent with the California Education Code 8499.3, the Board of Supervisors and the County Superintendent of Schools shall each appoint 10 members of the Commission with 4 positions designated for each of the 5 state-mandated categories which include (1) Child care consumers: defined as parents or persons who have received child care services in the last 36 months; (2) Child care providers: defined as persons who provide child care services or represent persons who provide such services; (3) Public agency representatives: defined as persons who represent a city, county, city and county, or local education agency; (4) Community representatives: defined as persons who represent an agency or business that provides public funding for child care services, or who advocate for child care services through participation in civic or community based organizations but are not child care providers or representatives from an agency funded by the California Department of Education; (5) Discretionary appointees: defined as anyone from the above categories or outside of these categories.
 - 3.1.1 Upon recommendation of the Commission, changes in Commission membership may be made by the County of Marin Board of Supervisors and the County Superintendent of Schools. It is the intent of the Commission to maintain the broadest range of agency representation and avoid multiple appointments from the same agency to the maximum extent possible.
 - 3.1.2 The intent of the Commission is that representatives shall reflect the ethnic, racial, gender, sexual orientation and geographic areas of Marin and the communities involved in child care in Marin County.
- 3.2 Term. Each Commissioner shall have a term of two years. No Commissioner shall serve more than four (4) consecutive terms on the Commission. Any vacancies shall be filled for the remainder of the unexpired term. In the event that the remainder of the term is one year (12 months) or more, it shall be considered the first of four (4) consecutive terms a Commissioner may serve.
- 3.3 Stipends and Reimbursement. Commissioners shall serve without compensation, but, upon approval by the Executive Committee, the Marin County Child Care Commission consumer and provider representatives who are licensed family child care providers or center-based teachers may receive a stipend of no more than \$50 per Commission or Committee meeting, not to exceed \$600 annually for each member, if funds are available in the related fiscal year. Requests for all

stipends must be submitted in writing with receipts to staff. ² Additionally, Commissioners may receive reimbursement for necessary travel and other expenses incurred in the performance of official Commission business in accordance with established Commission and County policy, if funds are available for this cost item in the related fiscal year.

3.4 Commissioners Responsibilities. Commissioners shall:

- 3.4.1 Attend Commission Meetings;
- 3.4.2 Participate in project development and implementation by the Commission;
- 3.4.3 Serve on at least one (1) Commission committee; and
- 3.4.4 Undertake such other activities as shall be appropriate to carry out the Commission's mandate as described in Article II of the Marin County Child Care Commission's By-Laws.

**ARTICLE IV
OFFICERS AND DUTIES**

4.1 Officers. The officers of the Commission shall be the Chairperson, Vice-Chairperson, and the Secretary/Treasurer. After the election of officers, the Chair and Vice-Chair may agree to serve as Co-Chairs and shall be recognized and designated as such.

4.2 Term. The term of office for the officers of the Commission elected pursuant to Article V of these Bylaws shall commence on January 1 following the meeting at which they are elected and shall continue for a period of one year or until such later date as their successors are elected. In no event shall any Commissioners serve in the same office for more than two (2) consecutive terms, and no Commissioner shall simultaneously hold more than one office designated in Section 4.1 of these Bylaws. The expectation is that the Vice Chair will assume the Chair position the following term. In the event that a Commissioner is elected or succeeds to fill a vacancy in any office, the remainder of the term in which the vacancy occurs shall be considered the first of two consecutive terms to which she or he is entitled if the remainder of the term in which the vacancy occurs is six (6) months or more.

4.3 Duties of the Chairperson(s). The Chairperson(s) shall:

- 4.3.1 Preside at all meetings of the Commission.
- 4.3.2 Appoint all committees except a Nominating Committee.
- 4.3.3 Act as official spokesperson(s) for the Commission.
- 4.3.4 Serve as Past Chair on the Executive Committee.

4.4 Duties of the Vice-Chairperson. The Vice-Chairperson shall

- 4.4.1 Perform the duties of the Chairperson in the absence of the Chairperson.
- 4.4.2 Serve in such capacities as may be assigned by the Chairperson.
- 4.4.3 The expectation is that the Vice Chair will assume the chair position when vacant.

4.5. Duties of the Secretary/Treasurer. The Secretary/Treasurer shall

- 4.5.1. Certify the resolutions of the commission and such other documents as may be required.

² "Certain commission members who receive any type of compensation, salary, or stipend or reimbursement for actual and necessary expenses incurred in the performance of official duties, as listed in the County of Marin's Administrative Regulation No. 1, are required to complete Ethics Training as required by California Government Code Title 5, Chapter 2, Article 2.4, Sections 53234-53235.2." (County Resolution 2016-03)

4.5.2. Prepare periodic written financial reports, in coordination with commission staff; for presentation to the Commission not less frequently than once annually.

4.5.3. In coordination with Commission staff, take minutes at commission meetings.

4.5.4. Perform such other acts as assignment by the Commission.

4.6 Vacancies. Notwithstanding any other provision contained in these Bylaws, any vacancy in the office of Chairperson(s) or Vice-Chairperson, or Secretary/Treasurer which occurs during the unexpired term of office shall be filled as soon as practicable and no later than the second regularly scheduled Commission meeting following the date the vacancy occurs in order to allow a Nominating Committee time to meet and make recommendations to the Commission. The Chair or acting Chair shall take nominations from the floor to fill such a vacant position. The election of the officer shall then be conducted by a show of hands or by ballot.

4.7 Resignation. Resignation of officers and officers-elect shall be presented in writing and be delivered to the Commission's office. Commissioners shall be notified in writing of the resignation of any officer as soon as practicable and no later than by the next scheduled Commission meeting.

4.8. Removal from Office. The Chairperson(s) or the Vice-Chairperson, or the Secretary/Treasurer may be removed from office only upon the affirmative vote of not fewer than a majority of appointed Commissioners at a duly called and constituted regular or special meeting of the Commission, provided that removal of such officer shall have been noticed upon the agenda for that meeting.

ARTICLE V ELECTION OF OFFICERS

5.1 Election Meeting. Except as provided in Sections 4.6 - 4.8 above, all officers of the Commission shall be elected in accordance with the provisions of this Article at the regular meeting of the Commission held during the month of November.

5.2 Nominations. The Nominating Committee shall meet when necessary and no later than the month of September and shall select a slate of officers containing one nominee for each office. The Nominating Committee's slate of officers shall be made available to each member of the Commission, in writing, no fewer than two (2) weeks prior to the election meeting. Additional nominations may be submitted by any member of the Commission at the election meeting.

5.3 Vote. The election of officers shall be by a show of hands or by ballot.

5.4 Election. Election shall be by a majority of all votes cast.

ARTICLE VI MEETINGS

6.1 Regular Meetings. The Commission shall meet at least once every other calendar month at a regularly established time and place. Each year, the Commission may choose to eliminate one regularly scheduled summer meeting date upon the agreement of the majority of members. All meetings of the Commission, whether regular or special meetings, shall be public meetings.

- 6.2 Special Meetings. Special meetings of the Commission may be called at any time by the Commission's Chairperson, or by a majority of the Commissioners, and in accordance with the provisions of the Ralph M. Brown Act.
- 6.3 Committee Meetings. The time, date and location of any committee or subcommittee meeting shall be determined by the chairperson of such committee or subcommittee.
- 6.4 Notice of Meetings. Notice will be provided at least seventy-two (72) hours before a regular meeting and twenty-four (24) hours before a special meeting. The Commission shall post a notice of meeting in a public place, setting forth the time, date and location of the meeting and an agenda containing a brief, general description of each item of business to be transacted or discussed at the meeting. Each agenda for a meeting, whether regular or special, shall provide an opportunity for public comment. All notices of Commission meetings shall contain a notation that in the event a quorum is not present those attending will meet as an ad hoc committee to discuss business contained in the agenda and to vote to recommend actions to the Commission.
- 6.5 Quorum and Actions in the Absence of a Quorum.
- 6.5.1 Commission meetings. The presence of a majority of Commission members, not counting positions which are currently vacant, shall constitute a quorum for the conduct of business at any meeting of the Commission.
- 6.5.2 Committee meetings. A majority of the members of a committee shall constitute a quorum for the conduct of business at any committee meeting.
- 6.6 Business to be Conducted at Meetings.
- 6.6.1 Regular Meetings. The business to be conducted at any regular meeting of the Commission shall be as set forth in the agenda provided with the notice of such meeting. Any action or discussion of items not on the posted agenda shall be undertaken only in full compliance with the provisions of the Ralph M. Brown Act.
- 6.6.2 Special Meetings. The business to be conducted at any special meeting of the Commission shall be set forth in the call and notice for the special meeting, and no other business shall be considered at such a special meeting.
- 6.6.3 Committee Meetings. The business to be conducted at any committee meeting of the Commission shall be determined at the discretion of the committee members. All standing committees and any committee – whether permanent, temporary, decision-making or advisory – that include a majority of the members of the Commission are subject to the Brown Act.
- 6.7 Attendance. The Board of Supervisors or the County Superintendent of Schools shall be advised, and the Commission will request, that a vacancy be declared when a Commissioner fails to attend three (3) regularly scheduled Commission meetings within the immediately preceding 12 month period.

- 6.8 Voting. Voting shall be by a show of hands or by roll call. No proxy votes or votes by mail will be permitted.
- 6.9 Conduct of Meetings. All meetings shall be conducted in accordance with any and all applicable laws; these Bylaws and in a semi-formal fashion utilizing Roberts Rules of Order, Newly Revised when necessary. However, in the event of a conflict between these Bylaws and Roberts Rules of Order, Newly Revised, the provisions of these Bylaws shall control.

ARTICLE VII COMMITTEES

- 7.1 Generally. The Commission will have two standing committees, being the Executive Committee and the Nominating Committee. The Commission shall also have such ad hoc committees as are deemed necessary to carry out the Commission's mandate. All committee members shall be appointed by the Chairperson(s), subject to the applicable provisions in the following Sections. Each committee shall elect its own Chairperson. The Chairperson of the Commission may be a member of any committee except a Nominating Committee. Each committee should have no fewer than two (2) Commission members.
- 7.2 Executive Committee. The Executive Committee shall be comprised of Commission Chair, Vice-Chair, the Secretary/Treasurer, and up to two additional Commissioners provided, however, that the Executive Committee shall consist of no fewer than three (3) nor more than five (5) members. The Executive Committee shall set the agenda for regular Commission meetings, make recommendations to the Commission and implement policies set by the full Commission.
- 7.3 Nominating Committee. The Nominating Committee shall be comprised of three (3) Commissioners elected by the Commission from a slate proposed by the existing Nominating Committee. The Nominating Committee shall designate the slate of candidates for election to office as described in Section 5.2 of these Bylaws. Additional nominations may be submitted by any member of the Commission at the Election Meeting. The election shall occur concurrently with the annual election of officers as provided in Article V. The current Commission Chair shall not be a member of this committee.
- 7.4 Ad Hoc Committees. The Executive Committee shall appoint, subject to approval by the Commission, such ad hoc committees as it determines are necessary from time to time to carry out the Commission's mandate. An ad hoc committee is a temporary advisory committee composed solely of less than a quorum of the Commission that serves a limited or single purpose, that is not perpetual, and that will be dissolved once its specific task is completed. Such ad hoc committees shall consist of not fewer than two (2) Commissioners, and may include persons who are not members of the Commission.

ARTICLE VIII RECORDS, REPORTS AND FISCAL YEAR

- 8.1 Records. The Commission shall keep or cause to be kept the following records:
- 8.1.1 Minutes of all regular and special meetings of the Commission, showing the time

and place of each meeting, the notice given, the names of the Commissioners present, and the business conducted. The minutes shall also contain the names of the absent Commissioners and whether the absence is with or without notice. The minutes shall be written and presented for correction and approval at the next regular meeting.

8.1.2 Minutes of all Committee meetings of the Commission showing the time and place of each meeting, the names of the Commissioners present, and the business conducted. The minutes shall also contain the names of the Commissioners absent. The minutes shall be written and presented for correction and approval no later than at the next committee meeting.

8.1.3 Adequate and correct financial reports, with financial information provided by the Marin County Office of Education, showing assets, liabilities, disbursements, gains and losses of the Commission.

8.2 Reports. The Commission shall prepare at least *once* each calendar year, a written report or reports of its activities during the preceding year, and present a copy of such report(s) to the Board of Supervisors of Marin County and the County Superintendent of Schools.

8.3 Fiscal Year. The fiscal year of the Commission shall commence July 1 of each calendar year and shall terminate June 30 of the following calendar year.

ARTICLE IX GOVERNING PROVISIONS; SEVERABILITY

9.1 Applicable Laws; Severability. Any and all applicable laws of any governmental authority or agency having jurisdiction over the Commission are hereby incorporated by reference as if fully set forth herein. In the event of a conflict between such applicable law(s) and any provision(s) of these Bylaws, these Bylaw provisions shall be considered null and void; provided, however, that any and all provisions of these Bylaws not so affected shall remain in full force and effect.

ARTICLE X EFFECTIVE DATE: AMENDMENTS

10.1 Effective Date: These Bylaws shall be effective upon their adoption by the Commission at a regularly scheduled meeting and approval by the County Counsel and the Board of Supervisors. These Bylaws shall supersede any and all Bylaws previously adopted by the Commission and any and all resolutions adopted by the Commission which may be in conflict with the provisions contained herein.

10.2 Amendments. Proposed amendments to these Bylaws shall be submitted in writing to the Chairperson(s). Upon receipt of any such proposed amendment(s) the Chairperson shall immediately appoint a Bylaws committee. The Bylaws Committee shall review the proposed amendment(s) for action by the full Commission at its next regularly scheduled meeting. Any such proposed amendment and the recommendation of the Bylaws Committee relative thereto shall be transmitted to the full Commission together with the agenda of the Commission meeting at which such Bylaws amendment(s) are to be considered. Notwithstanding any provision to the

contrary contained herein, no adoption, amendment, deletion, modification, or ratification of these Bylaws shall be effective unless approved by a vote of two-thirds (2/3) of the Commissioners present at a duly called and constituted regularly scheduled meeting of the Commission. No adoption, amendment, deletion, modification, or ratification of these Bylaws that has been approved by the Commission shall go into effect until approved by County Counsel and the Board of Supervisors. Nothing herein is intended to, nor shall it, preclude the Chairperson(s) from appointing a Bylaws Committee to review and make recommendations to the Commission regarding the Bylaws at any time the Chairperson(s) believes a review of the Bylaws may be appropriate.

Marin County Child Care Commission Bylaws passed January 10, 1996.

Marin County Child Care Commission Bylaws amended December 7, 1998.

Marin County Child Care Commission Bylaws amended November 5, 2001.

Marin County Child Care Commission Bylaws amended September 8, 2008.

Marin County Child Care Commission Bylaws amended December 6, 2016.