

**Bylaws**  
**Middletown Area Town Hall (MATH)**  
**Municipal Advisory Committee**

**ARTICLE 1: Name and Purpose**

**Section 1: Name**

The name of the organization shall be the Middletown Area Town Hall. It is a Municipal Advisory Council hereinafter referred to as MATH. The elected Board of Directors for MATH will hereinafter be referred to as MATH Board. Members in attendance at MATH meetings will hereinafter be referred to as the Assembly and/or Members.

**Section 2: Purpose**

The purpose of MATH is to increase the participation of the Middletown area residents in the decision- making processes that affect their community. The MATH Board will serve as the official local community representatives to work with the Lake County Board of Supervisors or other entities and agencies to provide grassroots input, direction, and guidance on issues related to the unincorporated area of the county defined by the boundaries of the South Lake County Fire Protection District (SLCFPD) and will work in conjunction with other organizations therein. These issues include, but are not limited to, matters of public health, safety, welfare, public works, planning, and land use.

**ARTICLE 2: Conduct of Proceedings**

All proceedings shall be conducted in accordance with the Brown Act (Government Code Sections 54950, et seq.) Also, all proceedings shall be conducted in accordance with Rosenberg's Rules of Order, except when those rules conflict with the provisions of these bylaws.

**ARTICLE 3: Membership**

All MATH meetings are open to the public and there are no membership requirements for those wishing to participate. However, in order to vote in any election or action taken by MATH, persons must reside within the boundaries of the South Lake County Fire Protection District as established and recorded by the county. No voting by proxy shall be permitted.

**ARTICLE 4: Election - Terms of Office – Duties – Replacement – Grievance**

**Section 1: Board and Alternates Election Structure and Requirements**

**Board** – Board nominations shall be open at MATH Assembly meetings held during the months of October, November and December. Nominations will be closed at the close of the December meeting.

**Qualifications for Each Math Board Candidate**

- Must be a registered voter in Lake County
- Must have attended at least three (3) meetings in the calendar year (Jan.-Dec.) prior to the election; qualifying meetings may consist of the three nominating months – October, November & December.
- Must reside within the South Lake County Fire Protection District.

MATH shall conduct an election in January by majority vote of those present at the January MATH meeting. The MATH Assembly shall elect qualified Board candidates to fill the seats on the MATH Board for those members who have reached the end of their two-year term as described in Section 2: Terms of Office – Staggered Odd Years (2 seats) and Even Years (3 seats).

Candidates will have the opportunity to address the Assembly during the January meeting prior to the election.

If there are not enough nominees to fill all the open seats, then by default, the nominees will be seated. The remaining seat(s) will be occupied by those Board members who are officers at the time of the election and whose seats were to be filled. New officers shall be elected by the MATH Board as stated in Section 4 below. The Board will then ask for nominations for the open seat(s) and a special election will be called. All qualifications to be nominated for a seat apply as stated previously in this Article, Article 4.

**Alternates** – Shall be elected immediately following the January MATH Board election. When there are more nominees than available Board seats, the MATH Assembly may consider electing the alternates from the list of nominees who were not elected to the Board. Additionally, the Assembly may consider nominations from the floor to fill the two (2) alternate seats. Alternates shall be elected by the MATH Assembly by a majority vote of those present at the January MATH meeting. Alternates serve a one (1) year term as noted below.

#### **Board of Supervisors Approval of Those Elected by the MATH Assembly**

Following the election, all elected MATH Board Members and the elected Alternates shall complete the 'County of Lake' Advisory Committee Application. The completed application shall be submitted to the County for approval by the Board of Supervisors to complete the appointment to serve on the MATH Board, a Lake County Municipal Advisory Council.

#### **Section 2: Terms of Office - Staggered Odd and Even Years**

|                            |               |
|----------------------------|---------------|
| Board Member Seat 1 (Even) | Two (2) years |
| Board Member Seat 2 (Odd)  | Two (2) years |
| Board Member Seat 3 (Even) | Two (2) years |
| Board Member Seat 4 (Odd)  | Two (2) years |
| Board Member Seat 5 (Even) | Two (2) years |
| Alternate Seat 1           | One (1) year  |
| Alternate Seat 2           | One (1) year  |

#### **Section 3: Appointments to Board**

If a MATH Board member resigns or is removed for cause, the MATH Board may vote to appoint one of the alternate seat holders to the vacant seat to serve until the next regular election for that seat. No more than one family member may be elected or appointed to serve on the governing board at the same time.

#### **Section 4: Board Structure and Officer Duties**

The Board shall consist of a total of five (5) members and two (2) alternate members with the following officers: chairperson, vice-chairperson, secretary. Following the annual election process, the newly elected MATH Board will select a chairperson, vice-chairperson and secretary. The duties of the officers are as follows:

**Chairperson:** Shall preside at all meetings and will conduct all meetings in an orderly manner. The chairperson or his/her designee will decide all questions of order raised by any member. The chairperson sets the agenda for each meeting. The chair or his/her designee will represent MATH to the Lake County Board of Supervisors or other entities. The chairperson will also perform other duties as requested by the Assembly.

**Vice-chairperson:** Shall perform all the duties and assume all the responsibilities of the chairperson in his or her absence. The vice-chairperson also maintains the decorum of the meeting.

**Secretary:** Shall act as custodian of the records of MATH. The secretary will take and keep the minutes of the meetings of MATH and prepare summary written minutes of each meeting to be presented at the subsequent meeting for acceptance by the board. The secretary prepares and distributes agendas for all regular and special meetings and is responsible for public posting of agendas prior to all meetings.

The MATH chair and secretary shall accept suggested agenda items from individual MATH members or from the MATH Assembly. Agenda items shall be appropriate and applicable to the membership and may require a vote of the Assembly. Action items shall require a majority vote of the membership. Emergency action items may be added to an agenda at the beginning of any meeting with a majority vote of the Assembly.

All MATH recommendations to the Lake County Board of Supervisors made by the MATH chair or a representing MATH Board member shall be based on the majority recommendation expressed by the MATH Assembly. The MATH chair or representing MATH Board member or designee shall also provide a count of 'yes' votes, 'no' votes, and 'abstentions.'

## **Section 5: Replacement of MATH Board Member**

The members of MATH may direct the replacement of any member of the MATH Board for any of the following reasons:

- Three (3) consecutive absences or four (4) absences in a twelve (12) month period.
- For any serious misconduct including, but not limited to, criminal conviction, use of slurs or derogatory comments, or any other conduct, whether physical, verbal or written, directed at or based upon another person's race color, origin, sex religion, sexual orientation, disability, or age.
- If the member no longer lives within the South Lake County Fire Protection District boundaries.

## **Section 6: Grievance**

If there is a grievance against a MATH Board member the individual making the complaint shall notify the chairperson/vice-chairperson in writing of the alleged offense. The chairperson/vice-chairperson will notify the MATH Board of the complaint and outline the alleged offense in writing within one (1) week of receipt.

The subject of said complaint will be notified immediately and will have one (1) month to respond in writing to the complaint and deliver response to the chairperson/vice-chairperson for next steps.

If the grievance is against a MATH Assembly member, a similar process shall be enacted.

The chairperson/vice-chairperson may appoint a committee to hear the complaint or refer it to the MATH Board for determination. No MATH Board member who is subject to the grievance or complaint shall be a member of said committee; nor will the person who submitted the complaint be a member of said committee.

A MATH Board Member who is the subject of the grievance or complaint shall recuse himself or herself from discussion of this item by the MATH Board.

If action is taken to remove a MATH Board Member, then the Board Member must be sent a notice by certified letter stating that they are no longer a member of the MATH Board, and the Lake County Board of Supervisors must be notified of the removal. The Board will vote to appoint one of the two alternate members to the empty seat and the appointee will serve until the next regular election.

## **ARTICLE 5: Committees**

Committees may be formed to complete the work of the MATH Assembly with approval of the Assembly.

A committee(s) composed of more than a quorum of the MATH Board or a voting majority of the MATH Assembly that is created by formal action of the MATH Assembly, will be subject to the Brown Act requiring 72- hour notice and other requirements of the Brown Act meeting procedures.

An 'ad hoc' committee composed of less than a quorum of MATH Board members (two) or a committee of Assembly members researching a particular issue for a limited time may not be subject to the Brown Act.

## **ARTICLE 6: Quorum - Voting – Meetings**

1. Three (3) members of the MATH Board shall constitute a quorum. A quorum must be present at all meetings. Any present alternative board members may serve for that meeting for the purpose of creating a quorum.
2. No motion may be approved without a majority vote of the MATH Assembly members present.
3. All meetings of the MATH Board shall be open to the public.
4. Opportunities shall be provided for public comment and stated as such on the meeting agenda.
5. Regular monthly meetings shall be held at a time and place determined by the MATH Board.
6. Notices shall be required of all meetings. The notice/agenda shall be posted with the County of Lake, at the Middletown Post Office, and sent to the MATH members via email. Notice shall be made a minimum of 72 hours prior to the meeting and shall specify time and place of the meeting. In the event of a change in the meeting time or place, appropriate and timely notices shall be provided to the public, to the MATH Assembly, and to the MATH Board.
7. A special meeting may be requested by the chairperson or a MATH Board member. Notices and agendas of the special meetings will be provided at least twenty-four (24) hours in advance and posted at the same locations described above.
8. The MATH Board and Assembly shall conduct its meetings in a civil, respectful and courteous manner maintaining order and adhering to proper meeting decorum for a productive and positive meeting experience in accordance with the Brown Act and MATH Bylaws Article 2: Conduct of Proceedings.

## **ARTICLE 7: Compensation**

MATH Board members are volunteers and shall serve without compensation of any kind. The MATH Board or its individual members shall incur no debt or obligation on behalf of MATH. MATH shall not be responsible for any liability of the MATH Board or its individual members.

## **ARTICLE 8: Amendments**

Proposed amendments to these bylaws may be made by a two-thirds majority vote of the Assembly, provided that a copy of the proposed amendment has been presented in written form no less than one (1) meeting in advance of the time that a proposed amendment is to be voted on.

Approved by BOS on \_\_\_\_\_ (date)  
Revised July 10, 2025 adopted by majority vote 18-2  
Revised March 14, 2024 adopted by unanimous vote  
Revised January 14, 2021 adopted by unanimous vote  
Revised November 12, 2020 adopted by unanimous vote  
Revised August 8, 2019 adopted by unanimous vote  
Revised April 13, 2017 adopted by unanimous vote  
Revised March 11, 2010 adopted by unanimous vote  
Revised January 8, 2009 adopted by unanimous vote  
Revised July 10, 2008 by adopted unanimous vote  
Revised Feb. 8, 2007 adopted by unanimous vote