

**Bylaws
Middletown Area Town Hall (MATH)
A 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 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 of Governing Board - Terms of Office – Duties

Section 1: MATH Board Districts

MATH shall conduct an election by majority vote, to fill the seats on the Board of Directors consisting of five (5) members and (2) alternate members. The elected directors shall be recommended to the Board of Supervisors for appointment. Each candidate for the board seat must be a registered voter in Lake County, must have attended at least four (4) meetings in the prior year, and resides within the boundaries as defined below:

Middletown Proper: South of Grange Road and North of Rancheria Road, East to Loconomi Road and West to Anderson Springs Road

At Large: All areas outside of the Middletown proper boundaries

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

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|---------------------------------------|---------------|
| Middletown Proper seat #2 (Even) | Two (2) years |
| Middletown Proper seat #1 (Odd) | Two (2) years |
| At Large seat #1 (Even) | Two (2) years |
| At Large seat #2 (Odd) | Two (2) years |
| At Large seat #3 (Even) | Two (2) years |
| Alternate seat #1 (not area specific) | One (1) year |
| Alternate seat #2 (not area specific) | One (1) year |

Section 3: Appointments to Board

If at any election no individual qualifies to represent Middletown, the elected MATH Board may ask for nominations from those present. Nominees must be present at the nominating meeting and must attend the next two meetings, at which time the board will appoint qualified nominees to serve until the next regular election. If more than one (1) person is nominated for an available seat then a majority vote of those present will determine who fills the position.

If a MATH Board member resigns or is removed for cause, the MATH Board will 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 MATH Board shall consist of a Chairperson, Vice-Chairperson, Secretary and two (2) Members-at-Large. The MATH Board of Directors will nominate and elect from its members immediately following the election of new Directors to select a Chairperson, Vice-chairperson and Secretary.

The duties of the officers are as follows:

Chairperson: Shall preside at all meetings and shall be responsible for conducting all meetings in an orderly manner. The chairperson or his/her designee shall decide all questions of order raised by any member. The chairperson shall set the agenda for each meeting based on submission of agenda items from any MATH member. Action items to be placed on the next agenda shall be brought to the Assembly for a vote. Emergency action items may be voted on by the Assembly to add to an existing agenda at the beginning of any meeting.

The chair or his/her designee shall represent MATH to the Lake County Board of Supervisors or other entities. The chairperson shall 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. In addition, the Vice-chairperson is responsible for maintaining 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. In addition, the secretary shall accept submissions of agenda items for the group's consideration. 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 Board members shall seek to determine the opinion of the majority of members of the assembly in attendance on each agenda item. Recommendations to the Board of Supervisors are based on recommendations expressed by the majority members of the Assembly and Board Members in attendance. The MATH Board member representing MATH will also provide number of 'yes' votes, number of 'no' votes and number of 'abstentions'.

Section 5: Replacement of MATH Board Member

The members of MATH may direct the replacement of a governing board member for any of the following reasons:

- Three (3) consecutive unexcused 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 SLCPD boundaries for which he or she was elected. However, if the move is within the SLCPD boundaries and they would like to finish their term, then they may do so.
- Failure to represent to the Lake County Board of Supervisors or other entities or agencies the majority consensus of MATH.

If there is a grievance against a MATH Board member the individual making the complaint shall notify the Chairperson/Vice Chairperson in writing via certified mail of the alleged offense. The Chairperson/Vice Chairperson will notify the MATH Board of the complaint and outline the alleged offense in writing within 48 hours of receipt. The MATH Board member has one month to respond in writing to the complaint.

Upon receipt of written response, the Chairperson/Vice Chairperson may appoint a committee to hear the complaint or refer it to the MATH Board for determination.

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: Quorum - Voting – Meetings

- At least three (3) voting members of the MATH Board shall constitute a quorum. A quorum must be present at all meetings other than workshops. Any present alternative board members may serve for that meeting for the purpose of creating a quorum.
- No motion may be approved without an affirmative vote of the majority of voting MATH members present.
- All meetings of the MATH Board shall be open to the public and shall be subject to all of the requirements of the Brown Act, Government Code Sections 54960 et seq. * *
- Opportunities must be provided for public comment, and stated as such on the meeting agenda.
- Regular monthly meetings shall be held at a time and place determined by the MATH Board.
- Notices shall be required of all meetings, and the notice/agenda shall be posted at a minimum at the Middletown Post Office, and 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 and the MATH Board.
- A special meeting may be requested at any time by the Chairperson or MATH Board member. Notices and agendas of special meetings will be provided at least twenty-four (24) hours in advance, and posted at the same locations described above.

ARTICLE 6: 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 7: 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.

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
Adopted on Feb. 8, 2007 adopted by unanimous vote