



To: RCRC Executive Committee
From: Greg Norton, President and CEO
Date: November 7, 2018
Re: RCRC Bylaws Proposed Revisions to Officer and Executive Committee Voting Procedure and to Assign Sonoma County to Region 3 - **ACTION**

Summary

This memo addresses possible revisions to the RCRC Bylaws to explicitly authorize secret ballot voting for RCRC Officers and Executive Committee members. The proposed revisions would also formally assign Sonoma County to Region 3 in accordance with the Board of Directors' action on September 21, 2018.

Background

Executive Management has reviewed the Bylaws and determined that revisions may be necessary to address the voting procedure for RCRC Officers and members of the Executive Committee.

Elections for these positions have historically been conducted by secret ballot. This is consistent with the practices of similar statewide organizations, such as the League of California Cities and California State Association of Counties. It has come to the attention RCRC Executive Management that a change to the Bylaws may be necessary to confirm and continue this practice. Specifically, under Section 6.11.1 of the current Bylaws, meetings of the Board of Directors (and Executive Committee) are conducted entirely in accordance with the Ralph M. Brown Open Meetings Act. However, strictly applied, the Brown Act does not allow bodies to take action "by secret ballot, whether preliminary or final."

The proposed revisions, in attachment 1, would amend the Bylaws to specify that Board of Directors and Executive Committee meetings are conducted in accordance with the Brown Act *except that* elections of Officers of the Board and members of the Executive Committee may be conducted by secret ballot. The revised language would further clarify that non-members of RCRC do not have standing to enforce the Bylaws' commitment to observe the other Brown Act requirements.

Additionally, on September 21, 2018, the Board of Directors took action to accept Sonoma County as the thirty-sixth member of RCRC and assign the county to Region 3. The proposed revisions would formally amend Attachment 2 to the Bylaws to reflect this assignment.

Recommendation

It is recommended that the Executive Committee review the proposed revisions for approval, and upon approval direct the President and CEO to present the revisions to the full RCRC Board of Directors for approval.

Attachment

- Proposed Revisions to RCRC Bylaws Attachment 1, re: Voting Procedure (Track Changes)
- Proposed Revisions to RCRC Bylaws Attachment 2 (Track Changes)