

# Chapter Bylaws

For The

## Contra Costa Special Districts Association

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A Chapter of the

California Special Districts Association

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Attached:

Certificate by Contra Costa Chapter Appointed Secretary acknowledging approval of amended Bylaws.

Adopted: January 24, 2011

Amended: January 27, 2020

Amended: January 25, 2021

Amended: March 21, 2022

Amended: January 23, 2023

## **ARTICLE 1: NAME, PURPOSE and OBJECTIVES**

### **Section 1.1 Name**

- A. The name of this Chapter shall be the Contra Costa Special Districts Association.
- B. This Chapter is a member of the State office of the California Special Districts Association (CSDA) and hereinafter is referred to as the "Contra Costa Chapter" (or "Chapter").

### **Section 1.2 Purpose**

- A. It is the purpose of this Chapter to propose and advocate constructive means for the improvement and functioning of Independent Special Districts within the County of Contra Costa and to assist such Independent Special Districts and their governing bodies to provide an effective and efficient government that will result in benefits to the public.
- B. It is also the purpose of this Chapter to cooperate with and support CSDA in fulfilling its mission as set forth in the CSDA mission statement.

### **Section 1.3 Objectives**

The objectives of the Contra Costa Chapter shall be:

- A. To provide a local forum for member districts to discuss and consider issues of importance to special districts.
- B. To establish a communication network among member districts, other Chapters and other local governmental agencies.
- C. To carry out workshops, educational seminars and programs of mutual interest and benefit to member districts.
- D. To make recommendations to the Board of Directors of the California Special Districts Association.
- E. To inform the public about the purpose and benefits of local special district government.

#### **Section 1.4 Administrative Office**

- A. The administrative office for the Chapter is to be determined by the Chapter Executive Committee.
- B. The Chapter Executive Committee is granted full power and authority to change the administrative office from one location to another within Contra Costa County and such change shall not require an amendment of these bylaws.

### **ARTICLE 2: MEMBERSHIP and ANNUAL DUES**

#### **Section 2.1 Types of Membership**

- A. Three types of memberships are available in the Chapter.
- B. The three types of membership are: (1) Regular District Memberships, (2) Associate Memberships, and (3) Retired Memberships.

#### **Section 2.2 Qualifications for Membership**

A. Regular District Members:

(1) Any independent special district whose boundaries, in whole or in part, are within the County of Contra Costa may become a regular district member of the Chapter upon application and payment of annual regular district member Chapter dues.

(2) Independent special districts are as defined in California Government Code Section 56044, and as such this section may be amended or superseded.

(3) A regular district member may attend, participate, vote, and shall be eligible to hold office in the Chapter.

B. Associate Members:

(1) Any dependent special district whose boundaries, in whole or in part, are within the County of Contra Costa may become an associate member upon application and payment of associate member Chapter dues.

(2) In addition, any person or organization that has evidenced interest in the purposes and goals of the Chapter, but is not a special district as defined above, may also become an associate member upon approval of membership

and payment of associate member Chapter dues.

(3) Associate members shall not have the right to vote, nor shall they serve as officers or members of the Chapter Executive Committee. Associate members may attend and participate in meetings and activities of the Chapter.

C. Retired Members:

(1) Any individual person that:

(i) has served for at least one year as staff or a board member at a regular district member,

(ii) has attended some Chapter meetings in the past for such regular district member,

(iii) has since retired from and/or is no longer associated with such regular district member, and is not affiliated with or serves as a consultant to any agency eligible for regular or associate membership in the Chapter,

(iv) is not employed by a company that provided services or products to special districts; and

(v) wishes to continue a separate association with the Chapter, to help further the purposes and goals of the Chapter,

may become a retired member upon approval of membership and payment of retired member Chapter dues.

(2) Retired members shall not have the right to vote, nor shall they serve as officers or members of the Chapter Executive Committee. Retired members may attend and participate in meetings and activities of the Chapter.

**Section 2.3 Application for Membership**

A. Application for membership in the Contra Costa Chapter shall be by letter stating type of membership requested; name, address, telephone number, email or fax of the applicant; and, in the case of regular district members and associate members, the name of the individual who will serve as representative and alternate for the applicant.

B. Application must include payment of the appropriate annual dues.

#### **Section 2.4 Loss of Membership**

- A. Any member district or individual owing payment of dues for a period of four (4) months after the due date shall be notified in writing by the Treasurer of delinquent dues. If such dues continue to be unpaid for an additional thirty (30) days, the member district or individual shall automatically cease to be a member of the Chapter.
- B. Member districts and individuals may withdraw membership from the Chapter at any time. A written request should be sent to the Administrative Office. No refund of dues will be made.

#### **Section 2.5 Annual Dues**

- A. All member districts and individuals shall pay annual dues.
- B. Annual dues shall be established following a recommendation from the Executive Committee at any regular meeting by a majority vote of a quorum of eligible member districts (Quorum), or, in the absence of a Quorum, a two-thirds (2/3) vote of member districts in attendance and shall become effective July 1st of the following year.
- C. The annual dues shall be due and payable on or before the first day of July of each calendar year and shall be delinquent October of each calendar year. Unpaid dues can result in loss of Chapter membership, as provided by Section 2.4 A. Membership dues for new members shall be pro-rated for the initial year only.

#### **Section 2.6 Meetings of Membership**

- A. The member districts shall meet on an established basis at a time and place to be determined by the membership or the Chapter President.
- B. Bi-Monthly Meetings
  - (1) The Chapter meetings shall be held every other month, normally on the fourth Monday of January (due to holiday), and third Monday of March, May, July, September and November at a place which has been designated by the member districts or the Executive Committee. Executive Committee may alter the meeting date where circumstances warrant it.
  - (2) Written notice of general membership meetings shall be mailed, faxed or emailed to each member district and individual no less than fifteen (15)

days prior to the meeting. The agenda shall provide the time, place and items to be discussed or voted upon.

C. Annual Meeting

(1) The annual meeting of the Chapter shall be held in January of each year at such place determined by the district members for the purpose of electing Officers.

(2) Written notice of the annual meetings shall be mailed, faxed or emailed to each member no less than fifteen (15) days prior to the date of the meeting. The agenda shall provide the time, place and items to be discussed or voted upon.

D. Special Meetings

Special meetings of the Chapter may be called at any time by the President upon request of six (6) Chapter members. Written notice of a special meeting, providing the time, place and agenda, shall be mailed, faxed or emailed to each member of the Chapter at least twenty (20) days before the time set for the meeting.

**Section 2.7 Rules Governing Membership Meetings**

A. Rules of Order

Roberts Rules of Order shall govern the Chapter meetings.

B. Agenda Items

(1) Any active member of the Chapter may request to place an item on the agenda for future meetings. The item should be submitted in writing to the President at least two weeks prior to the meeting.

(2) Emergency items may be added to the agenda as needed.

C. Insurance Liability

Representatives of each member district shall be covered by their agency's liability insurance while attending Chapter meeting and activities. There shall be no liability assumed by the district hosting any meetings and activities.



## **ARTICLE 3: VOTING RIGHTS**

### **Section 3.1 Quorum of Membership**

- A. A Quorum for all meetings of the membership shall consist of fifty (50) percent plus one (1) of the Chapter's regular membership who are in good standing present at any meeting where a notice and agenda have been mailed, faxed or emailed not less than fifteen (15) days in advance of the meeting date to all members.
- B. If less than a Quorum of the membership is present, a two-thirds (2/3) vote of member districts in attendance is necessary to carry a motion.

### **Section 3.2 District Member Voting Rights**

- A. One Vote Per Member District

Each regular member district shall be entitled to one (1) vote on all matters brought before the Chapter membership.

- B. Official Voting Representative

(1) The governing body of each regular member district shall designate, in writing, to the Chapter Secretary, one representative who shall exercise the district's right to vote, and one (1st) or more (2nd, 3rd, etc.) alternates who shall have the right to vote (in priority order) in the absence of the assigned voting representative.

(2) The vote of the member district shall be cast by the designated representative of the district or the (next) alternate member of the district.

(3) If any members of a special district are in attendance, and no designated voting representative has been selected, they shall select one representative which may include a member of a Board of Directors or an administrator from that member district for voting purposes.

### **Section 3.3 District Members in Good Standing**

- A. Member districts that have paid their annual dues shall be entitled to vote as a chapter member in good standing.
- B. Any member district that has not paid their annual dues shall not be in good

standing and shall not be entitled to vote on matters before the Chapter.

**Section 3.4 Written Ballots**

- A. The Chapter Executive Committee may, in its discretion, authorize a vote upon any item to be taken by written ballot.
- B. A ballot must be mailed or emailed to each regular member thirty (30) days in advance of the voting deadline.
- C. Said ballot must specify the item, the time and the date when such written ballot must be returned to the President of the Chapter or a member designated by the President.

**ARTICLE 4: CHAPTER FINANCES**

**Section 4.1 Budget**

The Executive Committee shall determine and recommend an annual budget based upon the annual dues.

**Section 4.2 Additional Funds**

- A. Any additional funds required by the Chapter in the conduct of its business shall be raised on a vote by a majority of a Quorum of regular member districts at a properly noticed meeting (or, in the absence of a Quorum, a two-thirds (2/3) vote of member districts in attendance shall be necessary).
- B. No assessments shall be levied on members, and no members shall be subject to or liable for the payment of any assessment or levy other than the payment of regular dues.

**Section 4.3 Annual Audit**

- A. An audit shall be performed of receipts and disbursements from the previous year showing the opening and closing balances shall be prepared by an Audit Committee approved by the membership.
- B. Copies of the audit shall be available to all Chapter members and filed with the Secretary of the Chapter.

## **ARTICLE 5: CHAPTER ADMINISTRATION**

### **Section 5.1 Officers and Executive Committee**

- A. The officers of the Chapter shall be at least an elected President, an elected Vice-President, and two elected Members-At-Large. At the discretion of the President, the Chapter may include the office of “Past President”, to be filled by appointment of the President, with a former prior President of the Chapter.
- B. The President will appoint the treasurer and the secretary with approval of the membership.
- C. The President may appoint additional officers and committees as may be necessary to carry out the business of the Chapter.

### **Section 5.2 Term of Office**

- A. Each officer shall serve for a term of two (2) years, with elections held on even numbered years.
- B. Any officer may be re-elected to succeed himself/herself.
- C. Each officer can hold only one office at a time but may rotate from office to office if elected by the membership.
- D. Each officer shall hold his office until he resigns, is disqualified to serve or until his successor shall be elected or appointed.

### **Section 5.3 Qualification for Elected Offices**

- A. Each officer must, at the time of elections, and throughout the term of his/her office, be a representative of a member district.
- B. Each officer must represent a special district deemed to be in good standing.
- C. No member district shall have more than one representative from the district serve as an officer of the Chapter at the same time.

### **Section 5.4 Nomination and Election of Officers**

- A. The President shall select the Ballot Committee at the November meeting.

- B. The Ballot Committee shall:
- (1) Determine the Ballot Committee's nominations to be included in the ballot;
  - (2) Distribute the Ballot Committee's nominations to the membership by email 30 days prior to the January Annual Membership Meeting (Annual Meeting);
  - (3) Invite the membership to submit to the Ballot Committee any additional nomination that they wish to make, prior to the Annual Meeting;
  - (4) Inform the membership that all nominations (whether by the Ballot Committee or the membership) must be supported by a copy of a motion or resolution adopted by the member district Board of Directors supporting such nomination;
- B. The Ballot Committee shall present all nominations made and/or submitted at the Annual Meeting in January. The Ballot Committee shall also accept any additional nominations from the floor at this time.
- C. At the January Annual Membership Meeting, any member district through its designated representative may nominate a qualified member from the floor for an office to be filled at the election.
- D. If a candidate is nominated from the floor, the individual shall be eligible to take office only after filing with the Chapter Ballot Committee a copy of a motion or resolution adopted by the member district Board of Directors supporting such a nomination.
- E. After closing nominations from the floor, the Ballot Committee will conduct the election. If time permits, the Ballot Committee may allow multiple candidates nominated for the same position, up to three (3) minutes to briefly introduce themselves prior to the voting. The candidates receiving votes of a majority of a Quorum of regular member districts shall be considered elected and may be installed at the Annual Meeting. If less than a Quorum of the membership is present at the Annual Meeting, a two-thirds (2/3) vote of member districts in attendance will be necessary to elect each candidate.

### **Section 5.5 Vacancies of Elected Officers**

- A. In the event that any officer at the time of taking office, or during the term of office, is no longer qualified to serve as an officer of the Chapter, the office shall become vacant and said vacancy shall be filled in a manner provided in this Section 5.5.

- B. If a vacancy occurs in the office of President, the Vice President shall assume all presidential duties.
- C. The assumption of the office of President by the Vice President shall constitute a vacancy in the office of the Vice President. The new vacancy shall in turn be filled by a call for nominations and a vote of the membership present at the next regular Chapter meeting.
- D. The Vice President moving into the office of President or elected to complete an unexpired term of Vice President may be re-elected by the membership to a subsequent full term.
- E. If a vacancy occurs in the offices of Members-At-Large, the vacancy shall also be filled by a call for nominations and a vote of the membership present at the next regular Chapter meeting.
- F. The individuals elected to fill the vacancy of Vice-President and/or Members-At-Large shall be eligible to take office only after filing with the Chapter President or his/her designee, a copy of a motion or resolution adopted by the member district Board of Directors supporting such a nomination.
- G. If the President has appointed a previous President to serve in the office of Past President, then any vacancy in that office may be filled, at the discretion of the President, with a different prior President, or the office may be left unfulfilled.

### **Section 5.6 Removal of Officers**

An officer of the Chapter may be removed, with or without cause, at any meeting of the general membership by the affirmative vote of a majority of a Quorum of the regular member districts.

## **ARTICLE 6: DUTIES OF CHAPTER OFFICERS**

### **Section 6.1 Duties of the President**

- A. The President shall preside at all Chapter and Executive Committee meetings.
- B. The President shall provide a meeting agenda to the Appointed Secretary or their designee for circulation to the membership and shall perform any other duties that may be required of the office.

- C. The President shall have the power to appoint any committees as deemed advisable or authorized by a vote of the Executive Committee or the membership.
- D. The President shall be an ex-officio member of all Chapter committees except the Nominating Committee.
- E. The President or the President's designee shall be the official spokesperson for the Chapter and the official Chapter representative to all California Special Districts Association meetings.
- F. The President or the President's designee shall be the official person in charge of maintaining the Chapter's website (Website).

**Section 6.2 Duties of the Vice President**

- A. The Vice President shall perform all the duties of President in the absence of the President.
- B. It shall be the Vice President's responsibility to assist the President in every way possible to further the goals of the Chapter.
- C. The Vice President may be elevated to the office of President at the end of their term and shall also be an ex-officio member of all Chapter Committees except the Nominating Committee.

**Section 6.3 Duties of the Members-At-Large**

- A. It shall be the Members-At-Large's responsibility to assist the President and Vice President in every way possible to further the goals of the Chapter.
- B. The Members-At-Large will serve on the Executive Committee.
- C. The Members-At-Large will complete responsibilities as assigned to them by the Executive Committee.

**Section 6.4 Duties of the Past President (if appointed)**

- A. The Past President shall serve to provide continuity to the current President and Executive Committee.
- B. The Past President shall advise on matter of ongoing governance of the Chapter and assist the President in his or her duties, as desired.

### **Section 6.5 Duties of the Appointed Secretary**

- A. An appointed Secretary is the support staff from a member district.
- B. The appointed secretary shall keep of caused to be kept at the principal office of the Chapter a complete record of all membership and Chapter activities.

### **Section 6.6 Duties of the Appointed Treasurer**

- A. An appointed Treasurer shall collect and keep an accurate accounting of all Chapter funds and financial transactions.
- B. The Treasurer shall disburse funds as directed by the Executive Committee. The Treasurer will prepare a financial report for every Chapter meeting.
- C. Two (2) approvals shall be required from any member of the Executive Committee to disburse Chapter funds.
- D. It shall be the responsibility of the Treasurer to obtain and maintain the authorized signatories cards required on the Chapter bank accounts whenever there is a change in Chapter officers.
- E. Prior to leaving office, all financial records and a complete statement of receipts and disbursements shall be submitted to the President.

## **ARTICLE 7: CHAPTER COMMITTEES AND WEBSITE**

### **Section 7.1 Executive Committee**

- A. The Executive Committee shall consist of the President, Vice President and two Members-At-Large. Also, the Executive Committee may include a Past President, as appointed by the President in his/her discretion
- B. It is the purpose of the Executive Committee to meet and provide leadership to the Chapter.
- C. The Executive Committee will give reports to the Chapter membership on a regular basis.

**Section 7.2 Website**

- A. The Website shall have meeting dates and agendas posted, as well as other content deemed necessary to conducting Chapter business.
- B. The Website shall contain information on the Chapter's Executive Committee (officers and contacts), the Chapter's Member Districts, and Associate Members.
- C. The Website shall provide links to the Chapter's Newsletters.
- D. The Website shall contain information on events relevant to the Chapter, its mission, history, and services.
- E. The Website shall contain any updates, notices and events of interest to the Chapter membership, as deemed appropriate by the President or his/her designee.

**ARTICLE 8: AFFILIATIONS**

**Section 8.1 State Office of California Special Districts Association**

- A. The Contra Costa Special Districts Association shall be a separate Chapter in Contra Costa County in support of the purposes and in cooperation with the activities of the State office of the California Special Districts Association.
- B. The Chapter will encourage each of its member districts to become a member of the California Special Districts Association.

**ARTICLE 9: AMENDMENTS TO CHAPTER BYLAWS**

**Section 9.1 Notification of Change**

- A. The Chapter shall have the power at any time to alter, amend or revise these Bylaws.
- B. The requested change must be submitted in writing to the Appointed Secretary who shall notify all members of the proposed amendment change not less than thirty (30) days before the next regular membership meeting at which the proposed amendment will be voted upon.



## **Section 9.2 Voting Requirements**

- A. Voting by the member districts is required for changes to the Bylaws.
- B. Any alteration, amendment or revision to the Bylaws require either:
  - (i) a two-thirds (2/3) vote of a Quorum of the Chapter member districts at a duly noticed meeting, or
  - (ii) If less than a Quorum of the membership is present, a three-quarters (3/4) vote of member districts in will be required; or
  - (iii) a two-thirds (2/3) vote of all Chapter member districts, voted by written ballot (as set forth in Section 3.4), if written ballot has been authorized by the Executive Committee;to implement any such proposed Bylaw change(s).
- C. Unless otherwise stipulated, all amendments to the Bylaws shall become effective immediately following approval by the Chapter member districts.

**Certificate by Chapter Secretary:**

I, the undersigned, so hereby certify:

(1) That I am the duly Appointed Secretary of the Contra Costa Special Districts Association, and

(2) That the foregoing Bylaws, comprising of eighteen (18) pages (including this Certificate), constitute the complete Bylaws of said Chapter as duly adopted at a meeting of its membership.

In Witness whereof, I hereunto subscribe my name this 23<sup>rd</sup> of January, 2023.



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(Signature of Appointed Chapter Secretary)

Ironhouse Sanitary District

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(Name of agency providing support services)