



BYLAWS

Measure C Taxpayer Oversight Committee

Amended by the Board of Directors

December 12, 2024

ARTICLE I. GENERAL INFORMATION

In accordance with Measure "C" parcel tax of the Mendocino Coast Healthcare District ("District"), passed by the voters on June 5, 2018, the Mendocino Coast Healthcare District Board of Directors ("Board") has established an independent Measure "C" Taxpayer Oversight Committee ("Committee") which shall have the duties set forth in these Bylaws.

The name of this committee shall be the "Mendocino Coast Healthcare District Measure "C" Taxpayer Oversight Committee, hereinafter referred to as the "Committee."

The district's fiscal year is July 1 to June 30. The Measure C healthcare parcel tax is for twelve (12) years and begins with the fiscal year ending June 30, 2019 and terminating with the fiscal year ending June 30, 2030.

Section 1. Purpose

To fulfill its compliance oversight duties, the Committee shall review for each fiscal year the proposed budget and actual expenditures for Measure C spending and recommend to the Board whether it complies with Measure C's purposes. Additionally, the Committee will oversee and report on the Measure C healthcare parcel tax revenue to ensure it is used exclusively for its intended purposes: *to attract and retain high quality doctors/nurses, maintain local emergency room, obstetric, surgical, ambulance and related 911 services, and make critical repairs and upgrades to medical equipment/facilities.*

The Board retains exclusive authority and responsibility for the expenditure of all Measure "C" revenues.

Section 2. Duties

The Committee acts in accordance with, and has all rights and responsibilities set forth in, *The Ralph M. Brown Act*, Government Code §54950, et seq., as is now in effect or as amended in the future. The Committee has responsibility to act transparently and in the best interests of the public. Members of the Committee serve as volunteers, at the



pleasure of the MCHCD Board.

The committee shall review the District's budgets and expenditure reports to ensure the healthcare parcel tax revenues are planned and spent according to the purposes outlined in Measure C, as approved by the voters.

The healthcare parcel tax revenues will be deposited in a separate account to be used only for the purposes outlined in the Measure C funding, as approved by the voters.

After each fiscal year-end, the Committee will present in writing an Annual Report to the Board in open session, within 60 days of the close of the Fiscal Year. The report will summarize the Committee's activities and state whether the previous year's healthcare parcel tax revenue was spent in line with Measure C's purposes, with all reports available on the District's website. Reports representing the Committee's position must be reviewed and approved by a majority vote at a meeting with a quorum. Only the Chair or designee may present these reports to the public.

Regular attendance is a key responsibility for all Committee members. Missing two consecutive meetings may result in removal. Members should notify the Chair or District-designated Secretary at least 24 hours before a meeting if they expect to be absent.

Committee members must comply with the conflict-of-interest rules pursuant to the prohibitions contained in Article 4 (commencing with Section 1090) of Division 4 of Title 1 of the Government Code ("Article 4") and Article 4.7 (commencing with section 1125) of Division 4 of Title 1 of the Government Code ("Article 4.7"):

- Members cannot have a financial interest in any contracts they make in their official capacity or through the Committee, nor can they buy or sell items in such transactions.
- Members cannot engage in paid work or activities that conflict with their duties as Committee members or with the responsibilities of the Committee or the District.
- Members of the Committee are not subject to the Political Reform Act (Gov. Code §81000 *et seq.*), and are not required to complete Form 700.

Section 3. Committee Organization.

Appointment.

The Committee will have five voting members, appointed solely at the discretion of the MCHCD Board. The Committee shall consist of District residents aged 18 or older. District employees, officials, vendors, contractors, or consultants cannot serve on the Committee. The Board will aim for diverse geographic and demographic representation when appointing members.



Committee member terms will be staggered: three members will serve an initial three-year term, and two will serve an initial four-year term. After that, all members will serve four-year terms, except those filling vacancies.

If a Committee position becomes vacant, the Board will appoint a replacement as soon as possible. If less than six months remain in the term and quorum is unaffected, the Board may leave the position vacant for the remainder of the term.

The Board may appoint a replacement Committee member if a member submits a written resignation to the Board, with a copy to the Committee Chair; or the Board removes a member for cause, such as non-attendance or violation of Bylaws or District norms. Members filling unexpired terms may apply for a full four-year term. Members may continue serving after their term expires until a successor is appointed.

Quorum

Actions may be undertaken at a meeting only if half-plus-one of the Committee members are present. An agenda item may be approved by a simple majority of Committee members in attendance, a quorum being present. Members must be present to vote.

Committee Officers

Officers of the Committee shall be a Chair, and a Vice-Chair. The Healthcare District staff shall serve as non-voting Secretary to the Committee.

At the first meeting of each fiscal year, the Committee shall elect a Chair and a Vice-Chair. Officers shall be elected for a one-year term and shall not be term-limited except for the limit on the terms of Committee members set forth in Section 3 above.

Chair.

The Chair or his/her designee shall:

- Call Committee meetings and establish the meeting agenda in consultation with district staff and input from the committee.
- Preside over each Committee meeting, following the adopted Rules of Procedure.
- Serve as spokesperson for the Committee to the public, the Board, and the media.

Vice-Chair.

The Vice-Chair shall perform each of the duties of the Chair as necessary in the absence of the Chair.

District-Designated Secretary

The District-designated Secretary, with the Chair's review, shall oversee the preparation, recording, and distribution and posting to the district's website, of the following



documents in accordance with the Brown Act:

- Committee meeting agendas
- Reports, materials, and meeting packets for the Committee
- Meeting minutes
- Written materials submitted by the public
- Official correspondence to the Committee

Succession.

The Vice-Chair will become Chair if that position becomes vacant. If the Vice-Chair position becomes vacant, it will be filled through an election at the next regular Committee meeting.

Resignation

Any Board member may resign effective upon giving written notice to the chair, the secretary, or the board, unless a notice specifies a later time for the effectiveness of such resignation.

Meetings.

The Committee will meet quarterly, with special meetings scheduled as needed, at a fully-accessible district facility. Meetings shall be conducted with courtesy and decorum and in accordance with Robert's Rules of Order.

With the support of the District-designated Secretary, the Committee will promote its meetings to encourage public participation. Members should attend Board meetings when Measure C reports are presented.

Any member of the public present at a meeting may address the Committee during the period designated for public comment. The Chair may, at his/her discretion, choose in advance to place an equal time limit on all speakers.

Minutes.

Committee minutes, documents, and reports will be public records, available on the District's website. The District will provide clerical support to help the Chair prepare, distribute, and post meeting minutes.

Dissolution.

The Committee will dissolve following the submission of the final Annual Report in December of 2030.

Section 4. Maintenance of Bylaws.

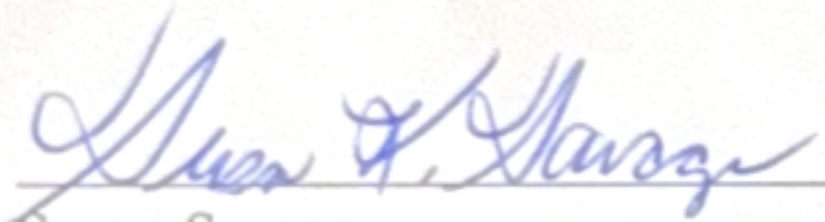
A signed copy of these Bylaws shall be maintained on file in the District office, together with each adopted resolution making a change to the Bylaws. A current copy shall be maintained on the District website. Each Committee member shall be given a copy of the



committee Bylaws. Any amendment to these Bylaws shall be approved by a majority vote of the MCHCD Board of Directors.

I, the undersigned, do hereby certify:

That I am the duly elected and acting Secretary of Mendocino Coast Healthcare District; and that the foregoing Bylaws comprising 5 (five) pages constitute the Bylaws of the Measure C committee, as amended and adopted at a meeting of the Board of Directors held on December 12, 2024.



Susan Savage
Secretary, Board of Directors



Date