

**THE BOARD OF SUPERVISORS OF THE COUNTY OF STANISLAUS
BOARD ACTION SUMMARY**

DEPT: Chief Executive Office

BOARD AGENDA: 6.B.12
AGENDA DATE: April 15, 2025

SUBJECT:

Approval to Amend the Rules and Regulations of the Stanislaus County Economic Development Action Committee to Update the Name of the Committee, Revise the Membership and Term of Service Sections, Add a Conflict of Interest and Amendments Section, and Change the Title from Rules and Regulations to Bylaws

BOARD ACTION AS FOLLOWS:

RESOLUTION NO. 2025-0170

On motion of Supervisor Grewal Seconded by Supervisor Withrow
and approved by the following vote,

Ayes: Supervisors: Chiesa, Withrow, Grewal, C. Condit, and Chairman B. Condit

Noes: Supervisors: None

Excused or Absent: Supervisors: None

Abstaining: Supervisor: None


1) X Approved as recommended

2) _____ Denied

3) _____ Approved as amended

4) _____ Other:

MOTION:



ATTEST: ELIZABETH A. KING, Clerk of the Board of Supervisors

File No.

THE BOARD OF SUPERVISORS OF THE COUNTY OF STANISLAUS
AGENDA ITEM

DEPT: Chief Executive Office

BOARD AGENDA:6.B.12
AGENDA DATE: April 15, 2025

CONSENT: ☒

CEO CONCURRENCE: YES

4/5 Vote Required: No

SUBJECT:

Approval to Amend the Rules and Regulations of the Stanislaus County Economic Development Action Committee to Update the Name of the Committee, Revise the Membership and Term of Service Sections, Add a Conflict of Interest and Amendments Section, and Change the Title from Rules and Regulations to Bylaws

STAFF RECOMMENDATION:

1. Approve the following changes to the Stanislaus County Economic Development Action Committee Rules and Regulations:
 - a. Change the name of the Committee from Stanislaus County Economic Development Action Committee to Stanislaus County Economic Development Advisory Committee.
 - b. Change the title from Rules and Regulations to Bylaws.
 - c. Update the Membership section to provide more detail on representation, composition, and appointment process.
 - d. Add Vacancies and Term of Office sections to provide clarification on vacancies and terms of office.
 - e. Update the Officers section to include more detail on the Secretary's duties and recognizing it as an ex-officio role.
 - f. Update the Meetings section to clarify the Committee is subject to the Ralph M. Brown Act and the California Public Records Act.
 - g. Update the Agendas and Order of Business Section to provide clarity and guidance on Public Comment.
 - h. Add a Conflict of Interest and Amendments sections.
 - i. Other minor changes for clarification purposes and grammar revisions.

DISCUSSION:

The Stanislaus County Economic Development Action Committee (Committee) has been in existence since 1962 and functions to develop and implement the Comprehensive Economic Development Strategy (CEDS) for Stanislaus County and its nine (9) incorporated cities. The Committee serves as a liaison between member jurisdictions and the programs offered by the Federal Economic Development Administration (EDA) that promote permanent employment and economic growth. This Committee has been increasingly active since late 2007 with major committee emphasis being placed on development of an updated Countywide CEDS document in 2025.

Given the large membership and the Committee members' desire to establish guidelines for attendance and better regulate actions, the Committee adopted its Rules and Regulations at the meeting on November 29, 2007. These were approved by the Board of Supervisors on January 8, 2008. A revision was approved by the Board on January 13, 2009. The rules and regulations address topics such as membership, officers, organization, attendance, meetings, agendas, and order of business, and are based on those of other County committees.

In late 2023, the Committee recognized the need to update the Rules and Regulations to better reflect current needs, practices and regulations. At its March 27, 2024, the Committee was presented with the Rules and Regulations and was asked to provide suggested edits, revisions and updates. The Committee recognized this would be a significant process and Vice-Chair, City of Modesto Mayor Sue Zwahlen, asked to add an action item to a future Committee meeting agenda to ask the Committee to appoint a subcommittee to work on the compiling and making suggested revisions which would then be presented to the full Committee. At its March 2024 meeting, members from the public suggested some edits to the Rules and Regulations which included addressing the membership term, representation, and a section clarifying conflicts of interest.

On October 2, 2024, the Committee received a draft update of the Rules and Regulations incorporating feedback submitted by individual members and the public feedback received at the March 27, 2024, Committee meeting. On October 2, 2024, the Committee appointed a subcommittee to continue to work on the updates to the Rules and Regulations. The members appointed to the subcommittee included Carlos Roque, Doris Foster, Cecil Russell, Barbara Jensen, and David White.

The subcommittee met on November 6 and November 20, 2024. The subcommittee worked diligently and made some key revisions such as:

- Appointment process and terms – clearer language has been added to specify how members are appointed and the duration of their terms, ensuring transparency and consistency in membership.
- Officers – provided more detail on the Secretary's duties and recognizing it as an ex-officio role.
- Public comment process – updates were made to ensure the public comment process is well-defined accessible, and responsive to community needs.
- Committee's advisory role – the role of the Committee as an advisory body to the Board of Supervisors was clarified, emphasizing its purpose and authority within the broader context of the County's economic development strategy.

- Conflict of Interest – added a section on declaring a conflict of interest and clarifying that members of the committee are not required to submit a Statement of Economic Interest (Form 700) pursuant to the Stanislaus County Conflict of Interest Policy under Government Code sections 87100 and 87200.
- Amendments – added a section explaining the process to amend, repeal, or alter, in whole or in part these bylaws.
- Meetings – clarified that the Committee is subject to the Ralph M. Brown Act and the California Public Records Act.
- Other minor revisions were made for grammar and flow.

These updates ensure that the guidelines governing the Committee remain relevant, effective, and responsive to the needs of the County's diverse jurisdictions and stakeholders.

The EDAC Committee was presented with the drafted revised Rules and Regulations (Bylaws) at their March 5, 2025, meeting. The Committee heard a summary of the recommended revisions and confirmed with the subcommittee the suggested revisions. The Committee was informed that once they approve the proposed revisions, staff would then present them to the Board of Supervisors for consideration and approval. Once approved by Board of Supervisors, the Bylaws would go into effect. The Committee voted and unanimously approved the proposed revisions.

POLICY ISSUE:

The Committee was formed by the Board of Supervisors in April of 1962, and any amendments to the Rules and Regulations (Bylaws) must be forwarded to the Board of Supervisors for approval.

FISCAL IMPACT:

There is no direct fiscal impact associated with the proposed bylaw changes.

BOARD OF SUPERVISORS' PRIORITY:

Approval of the recommended actions supports the Board of Supervisors' priorities of *Delivering Efficient Public Services, Developing a High-Performing Economy, and Enhancing Community Infrastructure* by continuing to support the Committee.

STAFFING IMPACT:

Chief Executive Office staff will continue to support the Committee.

CONTACT PERSON:

Erica May Inacio, Deputy Executive Officer

Telephone: (209) 480-2074

ATTACHMENT(S):

1. Proposed EDAC Bylaws
2. Proposed EDAC Bylaws (red-lined)

**STANISLAUS COUNTY
ECONOMIC DEVELOPMENT ADVISORY COMMITTEE
BYLAWS**

**ARTICLE I
NAME, AUTHORITY, AND PURPOSE**

- 1.1 The Stanislaus County Economic Development Advisory Committee (Committee) functions in an advisory capacity to develop and submit the Comprehensive Economic Development Strategy (CEDS) for Stanislaus County (County) and its nine incorporated cities. The Committee was established by legal authority of the Stanislaus County Board of Supervisors Resolution #1129-1, on April 17, 1962.
- 1.2 Each CEDS must be the result of a continuing economic development planning process, developed with broad-based and diverse public and private sector participation, and must promote regional resiliency and be unique and responsive to the relevant region.
- 1.3 Each CEDS should include:
 - A. A summary background of economic development conditions of the region;
 - B. An in-depth analysis of economic and community development strengths, weaknesses, opportunities, and threats (commonly known as a “SWOT” analysis);
 - C. Strategies and implementation plan to build upon the region’s strengths and opportunities and resolve the weaknesses and threats facing the region, which should not be inconsistent with applicable State and local economic development or workforce development strategies; and
 - D. Performance measures used to evaluate the County’s, as the Planning Organization, successful development, and implementation of the CEDS; and
 - E. Strategies for economic resilience, such as planning for and implementing resilience, establishing information networks, pre-disaster recovery planning, and measuring resilience.
- 1.4 The Committee serves as a liaison between member jurisdictions and the programs offered by the Economic Development Administration that promote permanent employment and economic growth. The following sections shall govern all proceedings of the Committee.

**ARTICLE II
MEMBERSHIP**

- 2.1 Members of the Committee shall serve without compensation but shall receive reimbursement for their actual expenses consistent with the policies of Stanislaus County.
- 2.2 Members of the Committee shall represent diverse geographic areas within Stanislaus County. Members representing a jurisdiction must maintain residency or represent an organization / business in that jurisdiction while serving on the Committee. It is the member’s responsibility to notify the Committee secretary whenever there is a change in address (personal or business).

- 2.3 The Committee must represent diverse interests to ensure that viewpoints of various components of the community are represented and to take advantage of local skills in program formulation and implementation of economic development.
- 2.4 According to the U.S. Department of Commerce, Economic Development Administration requirements and guidelines, the Committee is responsible for developing, revising, or replacing and updating the CEDS. The Committee must represent the main economic interests of the region and must include private sector representatives as a majority of its membership. Members of the Committee that represent organizations, agencies or other entities shall be individuals with optimum policymaking authority with the organizations, agencies, or entities.
- 2.5 Therefore, composition should include: some combination of representatives of local governments, business, industry, finance, agriculture, organized labor, utilities, institutions of higher education, community organizations, public health agencies, and representatives of workforce development boards. The Committee will strive to include members with diverse perspectives, encompassing various cultures, races, ethnicities, genders, etc. Additionally, Committee members should possess knowledge of the business and economic conditions of Stanislaus County.
- 2.6 The composition of the Committee shall consist of twenty-two (22) members as follows:
- A. One (1) member of the Stanislaus County Board of Supervisors shall be appointed by the Board of Supervisors as a non-voting member.
 - B. Nine (9) members shall be representatives of the cities within Stanislaus County. Each City shall appoint one representative and alternate.
 - C. Five (5) supervisorial district members. One member shall be nominated by each of the five County Supervisors for consideration and approval by the Board of Supervisors.
 - D. Seven (7) community representatives. Individuals interested in applying to represent the community must submit an application to the Clerk of the Board. The Stanislaus County Board of Supervisors approves the appointment.

ARTICLE III VACANCIES

- 3.1 Vacancies on the Committee shall exist upon the resignation, removal, or death of any member. Any member may resign from the Committee by giving written notice to the Chair of the Committee or to the Committee Secretary. With the exception of the nine city representative seats, vacancies on the Committee shall be filled by the Stanislaus County Board of Supervisors. Vacancies among nine city representatives will be filled at the discretion of each respective city.

ARTICLE IV TERM OF OFFICE

- 4.1 Committee members are appointed, with the exception of the nine (9) city representatives, to four (4) year terms and serve at the pleasure of the Board of Supervisors. Removal from this Committee may additionally be at the written request of a Committee member and/or Committee Officers. A Committee member shall not serve more than two (2) consecutive terms, unless specifically extended by vote of the Board of Supervisors. If a

vacancy occurs before completion of the term, a new member will be appointed and shall serve the remainder of the unexpired term.

ARTICLE V OFFICERS

- 5.1 The Officers of the Committee shall be a Chair, Vice Chair, and Secretary. The Secretary has no voting privileges in the Committee.
- 5.2 Selection. A Chair and Vice-Chair shall be elected every two years from among the Committee's membership at the first meeting of the calendar year.
- 5.3 Succession. The Vice-Chair shall succeed the Chair if the Chair vacates the office before completion of the term and shall serve the remainder of the unexpired term. A new Vice-Chair shall be elected at the next regular meeting to fill the balance of the Vice-Chair term. After the current Chair's term expires, the Vice-Chair has the option to be appointed as Chair.
- 5.4 Chair and Vice-Chair Absent. In the absence of the Chair and Vice-Chair, any member may call the Committee to order, and a Chair pro-tem shall be elected from the members present and shall assume the responsibilities of the Chair during the meeting.
- 5.5 Consecutive Year. A member shall not serve as Chair for more than two consecutive years or Vice-Chair for more than two consecutive years.
- 5.6 Chair's Responsibilities. The responsibilities of the Chair shall be as follows:
 - A. Preside at all meetings of the Committee and rule on all questions of order;
 - B. Call special meetings of the Committee in accordance with legal requirements and the Bylaws.
 - C. Sign documents on behalf of the Committee.
 - D. Appoint all subcommittees of the Committee.
 - E. Direct appropriate action on items raised that are not on the posted Committee agenda, unless determined to be an emergency by the Committee.
- 5.7 Vice Chair Responsibilities. In the absence of the Chair, or when the Chair is disqualified from participation or voting, the Vice-Chair shall assume the responsibilities of the Chair.
- 5.8 Secretary. A member of the Stanislaus County Chief Executive Office staff, as designated by the Chief Executive Officer, shall function as the Secretary of the Committee. The Secretary shall:
 - A. Ensure proper notice of agenda per Ralph M. Brown Act (Government Code Section 54950 et seq.);
 - B. Notify Committee members of meetings;
 - C. Present the reports and recommendations of the Committee's staff;
 - D. Enter into the minutes all official actions or decisions of the Committee;
 - E. Keep the official records of the Committee;
 - F. Present the findings of the Committee to the Board of Supervisors; and

G. Perform such other duties as the Committee may require.

- 5.9 Advisory Staff. County Counsel, or their designated staff, serve as advisory staff to the Committee.
- 5.10 Standing Committees. The Committee may establish whatever standing committees it deems appropriate for the conduct of its business. Under the Committee's recommendation, the Chair shall appoint and replace the members of each standing committee.
- 5.11 Special Committees (Sub-Committees). The Committee may establish whatever Special or Sub-Committees it deems appropriate for the conduct of its business. Under the Committee's recommendation, the Chair shall appoint and replace the members of each special committee.
- 5.12 Attendance. Any member with two consecutive unexcused absences from regular meetings is subject to removal from the Committee by the Board of Supervisors, upon the request of the Chair or Secretary. Absences may be excused by providing prior notice of absence to the Secretary or Chair.

ARTICLE VI MEETINGS

- 6.1 The Committee shall establish a regular meeting time and place. The Committee may, through public notification, call for special meetings it deems necessary.
- 6.2 All Committee meetings shall comply with the provisions of the Ralph M. Brown Act (Government Code Section 54950 et seq.) and the provisions of the California Public Records Act (Government Code Section 7931.000 et seq.).
- 6.3 Conduct of Meetings. Except as herein or otherwise provided, Robert's Rules of Order, Revised shall govern all proceedings of the Committee.
- 6.4 Regular Meetings. The Committee shall hold meetings as needed with a minimum of two (2) meetings annually as determined by the Chair under the advisement of the Committee Secretary. Special meetings may be necessary to address specific economic development issues. The Committee agenda shall state date, time, and the location of the meeting, and that the meeting is subject to the Brown Act.
- 6.5 No Meeting on Holidays. Whenever a regular meeting falls on a public holiday, no regular meeting shall be held on that day. Such regular meeting may be rescheduled to another business day or canceled at the direction of the Chair.
- 6.6 Adjourned Meetings. In the event it is the wish of the Committee to adjourn its regular meeting to a certain hour on a day, other than a regularly scheduled meeting, a specific date, time, and place must be set by the Committee prior to the regular motion to adjourn.
- 6.7 Special Meetings. The Chair may call special meetings as necessary, providing that each member of the Committee and the public is notified at least twenty-four (24) hours before the meeting and be subject to the Brown Act.

- 6.8 Study Sessions and Workshops. The Chair may convene the Committee as a whole or as a Committee of the whole, for the purpose of holding a study session provided that no official action shall be taken, and no quorum shall be required. Such meetings shall be open to the public; but, unless the Committee invites evidence or comments to be given, participation by interested members of the public shall not take place at such study sessions.
- 6.9 Cancellation of Meetings. The Chair may cancel any regular or special meetings of the Committee if it is determined there is no significant business to be conducted. However, the Committee shall hold at least two (2) meetings each year.

ARTICLE VII AGENDAS AND ORDER OF BUSINESS

- 7.1 Agendas. An agenda for each meeting of the Committee shall be prepared by the Secretary or assigned staff. Committee agendas are posted at least 72 hours prior to the meetings at the Stanislaus County posting board at 1010 10th Street Place, the meeting location, and on the County website:
<https://www.stancounty.com/ceo/econ-dev/edac.shtm>.
- 7.2 Agenda – Order of Business. Unless the Chair, under the advisement of the Secretary determines otherwise, the following sequence shall be used in the preparation of agendas:
- A. Roll Call
 - B. Approval of Minutes of Previous Meeting(s)
 - C. Correspondence – Included in agenda packet and received after packet has been distributed.
 - D. Conflict of Interest Declarations
 - E. Action Items
 - F. Other Matters
 - G. Secretary Updates
 - H. Committee Member Updates
 - I. Adjournment

The order of business may be altered at the discretion of the chair.

- 7.3 Requests for Continuance. If a request is made for a continuance, a motion may be made and voted upon to continue the item to a definite time and date or to continue indefinitely. A motion may also be made and voted on to place the item anywhere under the “Action Items” heading on the agenda. Any person desiring to be heard on the item may be given an opportunity to make a presentation.
- 7.4 Action Items. The Chair shall announce, open, request the Secretary’s presentation and preside over each action item conducted by the Committee.
- 7.5 Secretary’s Presentation. If requested by the Chair, the Secretary or designated staff shall present a report on each action item. The Committee may ask technical questions of staff or advisory staff.
- 7.6 Verbal Comments. Upon the completion of the Secretary’s presentation on a specific item, the Chair shall invite attendees to address the Committee with questions or comments as

it pertains to the item. The Chair shall recognize speakers and determine the order in which they address the Committee.

- 7.7 Public Comment. The Committee values and encourages public attendance and participation at its meetings. Public participation shall be orderly and fair to all and shall not disrupt the business of the Committee. For that reason, the Committee establishes the following rules:

7.7.1 The Chair may limit total public comment to 15 minutes and allocate time to all who wish to speak within that time limit. For example, if there are 15 individuals who wish to speak, each speaker would be limited to one minute.

7.7.2 Each speaker's public comment is limited to five minutes per agenda item, unless otherwise advised by the Chair. The five-minute limit includes all comments by an individual, including any comment offered in a representative capacity for others (whether in attendance or not).

7.7.3 Speakers may not yield time to other speakers or attempt to speak a second time, in a representative capacity or otherwise, on a single item.

7.7.4 Comments will be directed to the Committee, not to the audience or staff.

7.7.5 Disruptive behavior must be avoided, including applause or display of signs or other non-verbal measure that are handled in such a way as to disrupt the meeting.

7.7.6 Everyone has the right to be heard without fear of being subjected to any form of intimidation.

7.7.7 These rules are taken seriously. Disruptive or unruly behavior may result in a speaker's removal from the meeting.

- 7.8 Written Public Comment. The Committee's policy is to encourage the early submission of all written material to allow sufficient time to comprehend the material. In order to be included in the Committee Member's agenda packet, written material should be presented to the no later than ten (10) days prior to the scheduled Committee meeting. Written material received after the agenda has been mailed to the Committee may be presented to them at the scheduled meeting by the Secretary.

- 7.9 Documentary Evidence. Any documents, writings, pictures, exhibits, video tapes or other forms of tangible expression once submitted to the Committee shall become the property of the Committee and part of the public record.

- 7.10 Discussion and Decision by the Committee. After the public comments have been received on action item(s) presented to the Committee, the members of the Committee shall discuss the evidence presented and consider the action item under consideration. The proposal may be continued to a future meeting if the Committee determines that additional information is required, or additional time is necessary to consider oral and written testimony.

- 7.11 Voting Requirements.

- A. A quorum shall consist of 50% of the members appointed +1. In the absence of a quorum, the meeting will not be held.
- B. A majority vote is required for the Committee to take action unless otherwise required by state law.

- C. In the case of a tie vote or where less than a majority vote is cast on a motion, the motion fails, and a new motion is in order. If an alternative action is not possible, the item shall be considered denied.
 - D. Committee Members shall not vote on a motion unless they have been present during the entire hearing on the issue or have listened to the tape recording of that portion of the hearing presented in their absence.
 - E. When a member of the Committee abstains from voting on any matter before it because of a potential conflict of interest, said abstention shall not constitute nor be considered as either a vote in favor of or opposition to the matter being considered.
- 7.12 Disqualification from Voting. Committee Members shall disqualify themselves from voting in accordance with the Stanislaus County Conflict of Interest Code and all applicable laws and regulations. When Committee Members disqualify themselves, they shall state prior to the consideration of such matter by the Committee that they are disqualifying themselves due to a possible conflict of interest and shall leave the room for the consideration and vote of the relevant action item.
- 7.13 Records of Meetings. The Secretary or their designee shall prepare the minutes of the Committee meetings.

ARTICLE VIII CONFLICT OF INTEREST

- 8.1 Members of the Committee are not required to submit a Statement of Economic Interest ("Form 700") pursuant to the Stanislaus County Conflict of Interest Policy or Government Code sections 87100 and 87200. If a member has a direct personal or pecuniary (monetary) interest in a motion under consideration not common to other members, the member *should not* vote on such a motion.

ARTICLE IX AMENDMENTS

- 9.1 These Bylaws may be amended, repealed, or altered, in whole or in part, by the approval of the Stanislaus County Board of Supervisors. A recommendation to amend, repeal, or alter these Bylaws, in whole or in part, may be made by a majority vote of the Committee members present at any duly held meeting of the Committee, provided that a copy of any amendment proposed for consideration shall be provided to each member of the Committee at least thirty (30) days prior to the date of the meeting at which such vote shall be held. These Bylaws, and any amendments to these Bylaws, shall take effect only after approval by the Stanislaus County Board of Supervisors.

- Revised DRAFT: March 5, 2025
- Revised: January 9, 2009
- Created: January 8, 2008

STANISLAUS COUNTY
ECONOMIC DEVELOPMENT ~~ACTION-ADVISORY~~ COMMITTEE
RULES AND REGULATIONS~~BYLAWS~~

ARTICLE I

NAME, AUTHORITY, AND PURPOSE SECTION 1 – FUNCTIONS AND DUTIES

- 1.1 The Stanislaus County Economic Development Advisory Committee (Committee) functions in an advisory capacity to develop and submit the Comprehensive Economic Development Strategy (CEDS) for Stanislaus County (County) and its nine incorporated cities. The Committee was established by legal authority of the Stanislaus County Board of Supervisors Resolution #1129-1, on April 17, 1962.
- 1.2 Each CEDS must be the result of a continuing economic development planning process, developed with broad-based and diverse public and private sector participation, and must promote regional resiliency and be unique and responsive to the relevant region.
- 1.3 Each CEDS should include:
- A. A summary background of economic development conditions of the region;
 - B. An in-depth analysis of economic and community development strengths, weaknesses, opportunities, and threats (commonly known as a “SWOT” analysis);
 - C. Strategies and implementation plan to build upon the region’s strengths and opportunities and resolve the weaknesses and threats facing the region, which should not be inconsistent with applicable State and local economic development or workforce development strategies; and
 - D. Performance measures used to evaluate the County’s, as the Planning Organization, successful development, and implementation of the CEDS; and
 - E. Strategies for economic resilience, such as planning for and implementing resilience, establishing information networks, pre-disaster recovery planning, and measuring resilience.
- 1.4 The Committee serves as a liaison between member jurisdictions and the programs offered by the Economic Development Administration that promote permanent employment and economic growth. The following sections shall govern all proceedings of the Committee.
~~The Stanislaus County Economic Development Action Committee, referred to hereafter as “committee,” functions to develop and implement the Comprehensive Economic Development Strategy for Stanislaus County and its nine incorporated cities. The Committee serves as a liaison between member jurisdictions and the programs offered by the Economic Development Administration that promote permanent employment and economic growth.~~
~~The following sections shall govern all proceedings of the Committee.~~

ARTICLE II

MEMBERSHIP SECTION 2 – MEMBERSHIP, OFFICERS, ORGANIZATION, AND ATTENDANCE

- 2.1 Members of the Committee shall serve without compensation but shall receive reimbursement for their actual expenses consistent with the policies of Stanislaus County.

- 2.2 Members of the Committee shall represent diverse geographic areas within Stanislaus County. Members representing a jurisdiction must maintain residency or represent an organization / business in that jurisdiction while serving on the Committee. It is the member's responsibility to notify the Committee secretary whenever there is a change in address (personal or business).
- 2.3 The Committee must represent diverse interests to ensure that viewpoints of various components of the community are represented and to take advantage of local skills in program formulation and implementation of economic development.
- 2.4 According to the U.S. Department of Commerce, Economic Development Administration requirements and guidelines, the Committee is responsible for developing, revising, or replacing and updating the CEDS. The Committee must represent the main economic interests of the region and must include private sector representatives as a majority of its membership. Members of the Committee that represent organizations, agencies or other entities shall be individuals with optimum policymaking authority with the organizations, agencies, or entities.
- 2.5 Therefore, composition should include: some combination of representatives of local governments, business, industry, finance, agriculture, organized labor, utilities, institutions of higher education, community organizations, public health agencies, and representatives of workforce development boards. The Committee will strive to include members with diverse perspectives, encompassing various cultures, races, ethnicities, genders, etc. Additionally, Committee members should possess knowledge of the business and economic conditions of Stanislaus County.
- 2.6 The composition of the Committee shall consist of twenty-two (22) members as follows:
- A. One (1) member of the Stanislaus County Board of Supervisors shall be appointed by the Board of Supervisors as a non-voting member.
 - B. Nine (9) members shall be representatives of the cities within Stanislaus County. Each City shall appoint one representative and alternate.
 - C. Five (5) supervisorial district members. One member shall be nominated by each of the five County Supervisors for consideration and approval by the Board of Supervisors.
 - D. Seven (7) community representatives. Individuals interested in applying to represent the community must submit an application to the Clerk of the Board. The Stanislaus County Board of Supervisors approves the appointment.
- ~~2.1 Membership. The committee shall consist of twenty one (21) members appointed by the Board of Supervisors. The membership shall consist of one County Supervisor; a representative from each of the nine cities within the County; a representative from each of the four (4) supervisorial districts not represented by the appointed Board member; and seven (7) community representatives. The committee must represent diverse interests to ensure that viewpoints of all components of the community are represented and to take advantage of local skills in program formulation and implementation. Therefore, composition should include some combination of representatives of local governments, business, industry, finance, agriculture, the professions, organized labor, utilities, education, community organizations, public health agencies, the unemployed, workforce development, ethnic minorities, and women. Committee members should also possess knowledge of the business and economic situation of Stanislaus County.~~

ARTICLE III

VACANCIES

- 3.1 Vacancies on the Committee shall exist upon the resignation, removal, or death of any member. Any member may resign from the Committee by giving written notice to the Chair of the Committee or to the Committee Secretary. With the exception of the nine city representative seats, vacancies on the Committee shall be filled by the Stanislaus County Board of Supervisors. Vacancies among nine city representatives will be filled at the discretion of each respective city.

ARTICLE IV TERM OF OFFICE

- 4.1 Committee members are appointed, with the exception of the nine (9) city representatives, to four (4) year terms and serve at the pleasure of the Board of Supervisors. Removal from this Committee may additionally be at the written request of a Committee member and/or Committee Officers. A Committee member shall not serve more than two (2) consecutive terms, unless specifically extended by vote of the Board of Supervisors. If a vacancy occurs before completion of the term, a new member will be appointed and shall serve the remainder of the unexpired term.
- 2.4 ~~Term of Office.~~ Committee members are appointed to *indefinite terms* and serve at the pleasure of the Board of Supervisors. Removal from this committee may additionally be at the written request of the committee member and/or Committee Officers.

ARTICLE V OFFICERS

- 5.1 The Officers of the Committee shall be a Chair, Vice Chair, and Secretary. The Secretary has no voting privileges in the Committee.

Officers:

- 5.2 ~~Selection.~~ A Chair and Vice-Chair shall be elected ~~annually every two years~~ from among the Committee's membership at the first meeting of the calendar year.
- 5.3 ~~Succession.~~ The Vice-Chair shall succeed the Chair if the Chair vacates the office before completion of the term and shall serve the remainder of the unexpired term. A new Vice-Chair shall be elected at the next regular meeting to fill the balance of the Vice-Chair term. ~~After the current Chair's term expires, the Vice-Chair has the option to be appointed as Chair.~~
- 5.4 ~~Chair and Vice-Chair Absent.~~ In the absence of the Chair and Vice-Chair, any member may call the Committee to order, and a Chair pro-tem shall be elected from the members present and shall assume the responsibilities of the Chair ~~during the meeting~~.
- 5.5 ~~Consecutive Year.~~ A member shall not serve as Chair for more than two consecutive years or Vice-Chair for more than two consecutive years.
- 5.6 ~~Chair's Responsibilities.~~ The responsibilities ~~and powers~~ of the Chair shall be as follows:
- A. Preside at all meetings of the Committee and rule on all questions of order:
 - B. Call special meetings of the Committee in accordance with legal requirements and the ~~Rules of Procedure~~ Bylaws.
 - C. Sign documents on behalf of the Committee.

D. Appoint all subcommittees of the Committee.

E. Direct appropriate action on items raised that are not ~~listed on the Committee agenda~~ on the posted Committee agenda, unless determined to be an emergency by the Committee.

5.7 Vice Chair Responsibilities. In the absence of the Chair, or when the Chair is disqualified from participation or voting, the Vice-Chair shall assume the responsibilities of the Chair.

5.8 Secretary. ~~The Deputy Executive Officer — Economic Development in the Stanislaus County Chief Executive Office, or a designated~~ A member of the Stanislaus County Chief Executive Office staff, as designated by the Chief Executive Officer, shall function as the Secretary of the Committee. The Secretary shall:

A. -Ensure proper notice of agenda per Ralph M. Brown Act (Government Code Section 54950 et seq.);

B. Notify Committee members of meetings;

C. Present the reports and recommendations of the Committee's staff;

D. Enter into the minutes all official actions or decisions of the Committee;

E. Keep the official records of the Committee;

F. Present the findings of the Committee to the Board of Supervisors; and

G. Perform such other duties as the Committee may require. ~~notify Committee members of meetings, present the reports and recommendations of the committee's staff, enter into the minutes all official actions or decisions of the Committee, keep the official records of the Committee, transmit the findings of the Committee to the Board of Supervisors, and perform such other duties as the Committee may require.~~

5.9 Advisory Staff. County Counsel, or their designated staff, serve as advisory staff to the Committee.

~~5.15.10~~ Standing Committees. The Committee may establish whatever standing committees it deems appropriate for the conduct of its business. Under the Committee's recommendation, ~~the~~ Chair shall appoint and replace the members of each standing committee.

5.11 Special Committees (Sub-Committees). The Committee may establish whatever ~~special Special or Sub-c~~ Committees it deems appropriate for the conduct of its business. Under the Committee's recommendation, ~~the~~ Chair shall appoint and replace the members of each special committee.

5.12 Attendance. Any member with two consecutive unexcused absences from regular meetings is subject to removal from the Committee by the Board of Supervisors, upon the request of the Chair or Secretary. Absences may be excused by providing prior notice of absence to the Secretary or Chair. ~~Any member who misses three consecutive regular meetings without a valid excuse, approved by the Committee, is subject to removal from the Committee by the Board of Supervisors.~~

ARTICLE VI MEETINGS ~~SECTION 3 — MEETINGS~~

- 6.1 The Committee shall establish a regular meeting time and place. The Committee may, through public notification, call for special meetings it deems necessary.
- 6.2 All Committee meetings shall comply with the provisions of the Ralph M. Brown Act (Government Code Section 54950 et seq.) and the provisions of the California Public Records Act (Government Code Section 7931.000 et seq.).
- 6.3 Conduct of Meetings. Except as herein or otherwise provided, Robert's Rules of Order, Revised shall govern all proceedings of the Committee.
- 6.4 Regular Meetings. The Committee shall hold meetings as needed with a minimum of two (2) meetings annually as determined by the Chair under the advisement of the ~~secretary~~ Secretary. Special meetings may be necessary to address specific economic development issues. The Committee agenda shall state date, time, and the ~~the~~ location of the meeting, and that the meeting is subject to the Brown Act.
- 6.5 No Meeting on Holidays. Whenever a regular meeting falls on a public holiday, no regular meeting shall be held on that day. Such regular meeting may be rescheduled to another business ~~day, or day or~~ canceled at the direction of the Chair.
- 6.6 Adjourned Meetings. In the event it is the wish of the Committee to adjourn its regular meeting to a certain hour on a day, other than a regularly scheduled meeting, a specific date, time, and place must be set by the Committee prior to the regular motion to adjourn.
- 6.7 Special Meetings. The Chair may call special meetings as necessary, providing that each member of the Committee, ~~and each newspaper, television station, and other news media which so requests in writing, and the public~~ is notified at least ~~seventy-two~~ twenty-four (72) 24 hours before the meeting and be subject to the Brown Act.
- 5.26.8 Study Sessions and Workshops. The Chair may convene the Committee as a whole or as a ~~committee~~ Committee of the whole, for the purpose of holding a study session provided that no official action shall be taken, and no quorum shall be required. Such meetings shall be open to the public; but, unless the Committee invites evidence or comments to be given, participation by interested members of the public shall not take place at such study sessions.
- 6.9 Cancellation of Meetings. The Chair may cancel any regular or special meetings of the Committee if it is determined there is no significant business to be conducted. However, the Committee shall hold at least ~~one (1)~~ two (2) meetings each year.

ARTICLE VII

AGENDAS AND ORDER OF BUSINESS SECTION 4 – AGENDAS, ORDER OF BUSINESS

- 7.1 Agendas. An agenda for each meeting of the Committee shall be prepared by the Secretary or assigned staff. Committee agendas are posted at least 72 hours prior to the meetings at the Stanislaus County posting board at 1010 10th Street Place, the meeting location, and on the County website:

<https://www.stancounty.com/ceo/econ-dev/edac.shtm>.

4.17.2 Agenda – Order of Business. Unless the Chair, under the advisement of the Secretary determines otherwise, the following sequence shall be used in the preparation of agendas:

- A. Roll Call ~~(silent)~~
- B. Approval of Minutes of Previous Meeting(s)
- C. Correspondence – Included in agenda packet and received after packet has been distributed.
- D. Conflict of Interest Declarations
- E. Action Items
- F. Other Matters
- G. ~~Report of the~~ Secretary Updates
- H. Committee Member ReportsUpdates
- I. Adjournment

The order of business may be altered at the discretion of the chair.

7.3 Requests for Continuance. If a request is made for a continuance, a motion may be made and voted upon to continue the item to a definite time and date or to continue indefinitely. A motion may also be made and voted on to place the item anywhere under the “Action Items” heading on the agenda. Any person desiring to be heard on the item may be given an opportunity to make a presentation.

7.4 Action Items. The Chair shall announce, open, request the Secretary’s report presentation and preside over each action item conducted by the Committee.

7.5 Secretary’s ReportPresentation. If requested by the Chair, the Secretary or designated staff shall present a report on each action item. The Committee may ask technical questions of staff or advisory staff.

7.6 ~~Oral Verbal~~ Comments. Upon the completion of the Secretary’s report presentation on a specific item, the Chair shall invite attendees to address the Committee with questions or comments as it pertains to the item. The Chair shall recognize speakers and determine the order in which they address the Committee.

~~**4.2 Conduct of Speakers.** Each speaker shall be required to give their name and address. The speaker may then proceed to offer information. However, speakers will be limited to the item under consideration and irrelevant and off the subject comments may be ruled out of order by the Committee. All comments shall be addressed to the Committee.~~

7.7 Time Limits for Public Comment~~Testimony~~. The Committee values and encourages public attendance and participation at its meetings. Public participation shall be orderly and fair to all and shall not disrupt the business of the Committee. For that reason, the Committee establishes the following rules:

7.7.1 The Chair may limit total public comment to 15 minutes and allocate time to all who wish to speak within that time limit. For example, if there are 15 individuals who wish to speak, each speaker would be limited to one minute.

7.7.2 Each speaker’s public comment is limited to five minutes per agenda item, unless otherwise advised by the Chair. The five-minute limit includes all comments by an individual, including any comment offered in a representative capacity for others (whether in attendance or not).

7.7.3 Speakers may not yield time to other speakers or attempt to speak a second time, in a representative capacity or otherwise, on a single item.

7.7.4 Comments will be directed to the Committee, not to the audience or staff.

7.7.5 Disruptive behavior must be avoided, including applause or display of signs or other non-verbal measure that are handled in such a way as to disrupt the meeting.

7.7.6 Everyone has the right to be heard without fear of being subjected to any form of intimidation.

7.7.7 These rules are taken seriously. Disruptive or unruly behavior may result in a speaker's removal from the meeting.

~~In the event that a large number of speakers wishes to address the Committee, the Chair may limit the amount of time afforded to each speaker to five (5) minutes. In addition, the Chair may foreclose any testimony which presents evidence which is repetitious, incompetent, irrelevant, immaterial, or which constitutes offensive or inappropriate language.~~

7.8 Written TestimonyPublic Comment. The ~~C~~committee's policy is to encourage the early submission of all written material to allow sufficient time to comprehend the material. In order to be included in the Committee Member's agenda packet, written material should be presented to the ~~Secretary in the Chief Executive Office not~~no later than ten (10) days prior to the scheduled Committee meeting. Written material received after the agenda has been mailed to the Committee may be presented to them at the scheduled meeting by the Secretary.

7.9 Documentary Evidence. Any documents, writings, pictures, exhibits, video tapes or other forms of tangible expression once submitted to the Committee shall become the property of the Committee and part of the public record.

7.10 Discussion and Decision by the Committee. After the public comments have been received on action item(s) presented to the Committee, the members of the Committee shall discuss the evidence presented and consider the action item under consideration. The proposal may be continued to a future meeting if the Committee determines that additional information is ~~required~~required, or additional time is necessary to consider oral and written testimony.

4.37.11 Voting Requirements.

- A. A quorum shall consist of 50% of the members appointed +1. In the absence of a quorum, ~~the meeting will not be heldthe members present shall constitute a committee of the Committee and shall make a report of their action at the next succeeding meeting at which a quorum is present. The actions of the committee shall become effective when ratified by the members of the Committee at such succeeding meeting.~~
- B. A majority vote is required for the Committee to take action unless otherwise required by state law.
- C. In the case of a tie vote or where less than a majority vote is cast on a motion, - the motion ~~fails~~fails, and a new motion is in order. If an alternative action is not possible, the item shall be considered denied.
- D. Committee Members shall not vote on a motion unless they have been present during the entire hearing on the issue or have listened to the tape recording of that portion of the hearing presented in their absence.
- E. When a member of the Committee abstains from voting on any matter before it because of a potential conflict of interest, said abstention shall not constitute nor be considered as either a vote in favor of or opposition to the matter being considered.

~~In the event that a member cannot be present at a meeting, that member may assign their voting privilege to a proxy representative.~~

7.12 Disqualification from Voting. Committee Members shall disqualify themselves from voting in accordance with the Stanislaus County Conflict of Interest Code and all applicable laws and regulations. When Committee Members disqualify themselves, they shall state prior to the consideration of such matter by the Committee that they are disqualifying themselves due to a possible conflict of interest and shall leave the room for the consideration and vote of the relevant action item.~~then step down from the dais.~~

7.13 Records of Meetings. The Secretary or their designee shall prepare the minutes of the Committee meetings.

ARTICLE VIII **CONFLICT OF INTEREST**

8.1 Members of the Committee are not required to submit a Statement of Economic Interest ("Form 700") pursuant to the Stanislaus County Conflict of Interest Policy or Government Code sections 87100 and 87200. If a member has a direct personal or pecuniary (monetary) interest in a motion under consideration not common to other members, the member *should not* vote on such a motion.

ARTICLE IX **AMENDMENTS**

9.1 These Bylaws may be amended, repealed, or altered, in whole or in part, by the approval of the Stanislaus County Board of Supervisors. A recommendation to amend, repeal, or alter these Bylaws, in whole or in part, may be made by a majority vote of the Committee members present at any duly held meeting of the Committee, provided that a copy of any amendment proposed for consideration shall be provided to each member of the Committee at least thirty (30) days prior to the date of the meeting at which such vote shall be held. These Bylaws, and any amendments to these Bylaws, shall take effect only after approval by the Stanislaus County Board of Supervisors.

- Revised DRAFT: March 5, 2025
- Revised: January 9, 2009
- Created: January 8, 2008