

C. Review, Discuss, and Direct Staff.

Harbor District By-Laws update.

BYLAWS OF THE CRESCENT CITY HARBOR DISTRICT

ARTICLE I — THE DISTRICT

Section 1.1: Name of District. The name of the District is the “Crescent City Harbor District.”

Section 1.2: Seal of District. The Seal of the District shall be in the form of two concentric circles with the words CRESCENT CITY HARBOR DISTRICT in the form as affixed on the last page of these Bylaws.

Section 1.3: District Office. The Office, the official mailing address, and the meeting place of the District Board of Harbor Commissioners shall be at 101 Citizens Dock Road, Crescent City, CA 95531, until otherwise provided by Resolution or amendment to these Bylaws.

ARTICLE II — OFFICERS

Section 2.1: Officers. The elected officers of the Crescent City Harbor District shall be the elected Harbor Commissioners, including the President and the Secretary, who shall be selected from the members of the Board of Harbor Commissioners (“Board”). The other officers of the District shall be the Chief Executive Officer/Harbor Master (“CEO/Harbor Master”), the Treasurer, and such other officers as may be appointed from time to time and serve at the pleasure of the Board and who shall not be members of the Board. The President and Secretary shall be members of the Board. The other officers shall not be members of the Board, but shall be appointed by the Board.

Section 2.2: President. The President shall preside at all meetings of the Board of Harbor Commissioners. The President shall act as the Board’s primary representative with the CEO/Harbor Master, who is responsible for staff and day-to-day operations of the District. The President may decide when special meetings of the full Board need to be called to deal with issues that cannot await the next regular Board meeting. The President shall appoint members of the Board of Harbor Commissioners to serve on all committees of the Board, and the President shall

also appoint members of all other committees. All appointments by the President are subject to the consent of the person so appointed. The President may give other special assignments to Harbor Commissioners. The President shall also coordinate any communications with the news media on behalf of the Board. The President shall perform such other duties as assigned by the Board, these Bylaws, or as are commonly required of a presiding officer of a local government agency in California.

Section 2.3: Secretary. The Secretary shall be responsible for keeping the records of the District and shall act as Secretary of meetings of the Board. The Secretary shall record all votes, keep a record of proceedings of the Board in a journal of proceedings to be kept for such purpose, and perform all duties incident to the office. The Secretary shall keep in safe custody the Seal of the District and shall have the power to affix such Seal to all Resolutions and Ordinances adopted by the Board and to all contracts and instruments authorized to be executed for and on behalf of the District. The Secretary shall act as President when the President is absent. The Secretary shall cause minutes of the District to be prepared. The Secretary, may, upon consultation with the Chief Executive Officer, appoint a member of the District staff to assist in the Secretary's duties, such as preparing minutes.

Section 2.4: Board of Harbor Commissioners.

- a. The Board of Harbor Commissioners is ultimately responsible for governance of the District. The Board develops policies, resolutions, and ordinances in compliance with applicable law.
- b. The Board elects a President and Secretary annually.
- c. The Board adopts the Budget.
- d. The Board hires the CEO/Harbor Master, Treasurer, Attorney, special counsel, auditors, engineers, and other outside consultants who serve at the pleasure of the Board.
- e. The Board approves job descriptions and evaluation process for District employees.
- f. The Board approves travel requests; investigates complaints against the District; approves all expenditures of over \$2500.00; issues permits, licenses, and franchises; establishes rates and fees; approves initiation of all litigation by the District; approves all leases and contracts; develops specific plans to use as coordinating instruments for the Harbor's

future; establishes and dissolves all District committees; and adopts ordinances, resolutions, and public positions of the District.

- g. Individual Commissioners have one vote in developing policies and passing ordinances, resolutions, and motions of the District; attend meetings; serve on committees and accept responsibilities as appointed by the President; communicate with the President and the Board concerning the District's business; coordinate through the CEO/Harbor Master and the President requirements on staff; represent the Board when so delegated by the President or the Board. Individual Commissioners do not direct staff nor set District policy.

Section 2.5: CEO/Harbor Master. The CEO/Harbor Master serves at the pleasure of the Board of Harbor Commissioners and performs such duties as assigned by the Board.

Section 2.6: Additional Duties. The Officers of the District shall perform such other duties and functions as may from time to time be required by the Board, Bylaws, resolutions, ordinances, or applicable law.

Section 2.7: Election of Officers. The President and Secretary shall be elected at the annual meeting of the Board of Harbor Commissioners (or as soon thereafter as practicable) from among the members of the Board. The President and Secretary shall hold office for one year or until their successors are elected, whichever is later. Board member may serve more than one (1) term in succession in each office. The Secretary shall also serve as president-elect and shall usually succeed to President the following year. Notwithstanding any other provision herein, the President and Secretary may be replaced by the affirmative vote of any three Commissioners. Other, non-elected officers shall serve at the pleasure of the Board.

Section 2.8: Vacancies. Should the office of President or Secretary become vacant, the Board shall elect a successor from the members of the Board at the next meeting, or as soon thereafter as may be reasonably practicable; and such election shall be for the unexpired term of said office.

Section 2.9: Additional Personnel. The Board may from time to time employ such other personnel as it deems necessary or convenient to the exercise of its powers, duties, and functions as prescribed by law. The selection and compensation of all such personnel shall be

determined by the Board. The Board may delegate the hiring of personnel to the CEO/Harbor Master.

ARTICLE III — MEETINGS

Section 3.1: Annual Meeting. The annual meeting of the Board of Harbor Commissioners of the District shall be the first regular meeting of the Board in January of each calendar year.

Section 3.2: Regular Meetings. Unless changed by ordinance, regular Board meetings shall be held on the first and third Tuesdays of each month in the District office beginning at 6:30 p.m. and ending at 10:00 p.m. All business not covered will be moved to the next regular meeting. In the event a regular meeting day shall be a legal holiday, or if it is otherwise impractical to meet on the assigned date, the meeting shall be rescheduled by the Board.

Section 3.3: Special Meeting. The President may, when he or she deems it expedient, or a majority of the members of the Board, may call a Special Meeting of the Board for the purpose of transacting any business designated in the call. The notice for a Special Meeting shall be mailed or delivered personally to each member of the Board of Harbor Commissioners at least twenty-four (24) hours prior to the time of such Special Meeting and a notice thereof shall be posted at the District Office in such a manner as to be accessible to the general public. In addition, such further notice shall be given as required by law. At such Special Meeting no business shall be considered other than as designated in the notice.

Section 3.4: Open Meetings. All of the meetings of the Board of Harbor Commissioners shall be open to the public except as otherwise authorized by law. All meetings shall be conducted pursuant to applicable law.

Section 3.5: Quorum. The powers of governing the District are vested in the Board of Harbor Commissioners in office from time to time. Three members of the Board of Harbor Commissioners shall constitute a quorum for the purpose of conducting meetings of the Board. When a quorum of the Board is present, action in the form of resolution or motion may be taken by a majority of those present unless a larger majority is required by law or these Bylaws.

Section 3.6: Agenda. An agenda for meetings of the Board shall be prepared and distributed as required by law. The CEO/Harbor Master shall be responsible for preparing and distributing the agenda in consultation with the President. Items shall be placed on the agenda at the request of any Harbor Commissioner. In order to facilitate preparation and distribution of the agenda, Harbor Commissioners shall submit the request and any backup material to be included in the agenda packet to the CEO/Harbor Master at least six calendar days prior to the Board meeting. In order for an item to return on the agenda after action has been taken, only a Commissioner who voted on the prevailing side may request that it be placed on the agenda a second time.

Section 3.7: Order of Business. At each regular Board meeting the following shall be the order of business.

1. Call to Order.
2. Pledge of Allegiance.
3. Consent Calendar.
4. Public Comment.
5. Items of Business.
6. Reports.
7. Board Comments.

For convenience of the Board or others, the President may modify the order of business for any regular or special meeting. For convenience of the public, closed sessions for personnel or litigation matters generally will be held at the beginning or end of the meeting as determined by the Board.

Section 3.8: Rules of Procedure.

- a. The Board of Harbor Commissioners may adopt, from time to time, such rules and regulations for the conduct of its meetings and affairs as are necessary and convenient. When convenient, the President may refer to Robert's Rules of Order to supplement the procedural rules established by law, contained in these Bylaws, or otherwise adopted by the Board.

- b. The President shall call the meeting to order at the appointed time, announce the business before the Board in proper order, state and put all questions properly brought before the Board, preserve order and decorum, and decide all questions of order subject to an appeal to the entire Board. The President may participate in debate and vote on all issues before the Board. However, the President may make motions and second motions only if he or she relinquishes the gavel before doing so until the motion is no longer under debate. The President should not interrupt a speaker so long as the speaker is in order. The President shall enforce the Board's rules for public participation. The President may rule any speaker out of order who is not in compliance with any rule or procedure, who is speaking too long, or who is being unduly repetitious, or who is extensively discussing irrelevancies.
- c. While on all questions of order and interpretation of the rules and priority of business it is the duty of the President to first decide the question, it is the privilege of any member of the Board to appeal the decision; and if the appeal is seconded, the Board shall vote on whether the decision of the President shall stand.
- d. Subject to appeal of the entire Board, the President may set the reasonable time for debate of a particular issue and may allot a reasonable time to each speaker, including members of the Board.
- e. The proper order for all actions is for any member of the Board of Harbor Commissioners to make a motion (such as a motion to enact an ordinance), which if seconded, is subject for discussion prior to the vote. A motion for reconsideration may be made or placed on the agenda only by a member who voted with the prevailing side, although such a motion may be seconded by anyone.
- f. Each member of the Board of Harbor Commissioners attending a meeting shall be allowed to speak, at least one time, prior to each vote on an issue. Speakers shall obtain the floor from the President prior to speaking. The President may recognize himself or herself. The President shall determine the order in which members of the Board of Harbor Commissioners speak. Members of the public shall be allowed to address any item of business before the Board.

- g. In discussions in debate, members of the Board shall confine themselves to the question before the Board and avoid personalities. Members should refrain from attacking the motives of other members but the nature and consequences of a measure may be condemned in strong terms. It is not the person, but the measure, that is subject to debate.

Section 3.9: Public Participation. The rules of public participation for Board meetings are set forth in the attached Appendix A.

Section 3.10: Roll Call Vote on Resolutions and Ordinances. The voting on all Resolutions and Ordinances coming before the Board of Harbor Commissioners of the District shall be by roll call, and the ayes and noes shall be entered upon the minutes of such meeting. No secret ballots shall be permitted.

ARTICLE IV — COMMITTEES

Section 4.1: Establishment. The Board of Harbor Commissioners by motion or resolution may establish and dissolve committees from time to time. All committees shall have such powers and authority as granted by the Board of Harbor Commissioners and as modified from time to time.

Section 4.2: Ad Hoc Committees. Ad hoc committees are committees made up solely of two members of the Board of Harbor Commissioners for purposes of making investigations, gathering information, meeting with third parties or other agencies and giving recommendations and advice to the Board of Harbor Commissioners. Ad hoc committees are generally expected to complete their business and make their recommendations to the Board within one year of their formation; although, the term may be extended if it turns out that it is impractical to complete the business or form the committee recommendations within that time.

Section 4.3: President to Appoint. The President shall appoint members of all committees. The President may also appoint a new member to serve in case a committee member is unable to attend or perform the functions of the committee member. Nothing in this section shall be interpreted to allow any violation of the California Open Meeting Law.

Section 4.4: Standing Committees. The Board from time to time may establish standing committees to be given such duties as the Board directs. Standing committees shall have

continuing subject matter jurisdiction. Standing committees may be assigned or delegated such powers and decision-making responsibilities as deemed appropriate by the Board.

Section 4.5: Other Committees. From time to time as it deems appropriate, the Board may establish other committees made up of any combination of representatives or users from the Crescent City Harbor District, members of the public, or representatives of other agencies.

Section 4.6: Minutes and Formalities. Unless required by law or Board action, ad hoc committees need not hold public meetings nor give advance notice of their meetings. Standing committees shall prepare minutes of their meetings. Ad hoc committees shall make regular written reports to the Board of Harbor Commissioners on any developments within the province of the committee.

ARTICLE V — PASSAGE OF ORDINANCES

Section 5.1: Ordinances. Ordinances shall be enacted pursuant to the California Harbors & Navigation Code. Before any ordinance may be adopted, the violation of which shall be a misdemeanor, a notice shall be published in a newspaper of general circulation published in Del Norte County, stating generally the nature of the ordinance proposed, stating where and when a copy thereof may be inspected, and specifying the date, not less than 20 days from the date of publication of such notice, on which the Board of Harbor Commissioners will meet for the purpose of adopting the ordinance. Ordinances shall become effective immediately upon adoption by the Board of Harbor Commissioners, unless another effective date is stated in the ordinance. All ordinances shall be adopted and published as required by law.

Section 5.2: Majority. Passage of an ordinance shall require the affirmative vote of three Harbor Commissioners.

ARTICLE VI — MISCELLANEOUS PROVISIONS

Section 6.1: Checks. All checks of the Crescent City Harbor District shall be signed by at least two persons. Officers authorized to sign checks are the Treasurer and all members of the Board of Harbor Commissioners.

Section 6.2: Access to Records. In interpreting the various responsibilities under this section, it shall be kept in mind that the goal should be maximum access for Commissioners, who must ultimately decide matters concerning the District, but keeping in mind the privacy concerns of personnel, the needs of litigation, and other legitimate concerns. Each member of the Board of Harbor Commissioners shall have access to read and review all records of the Crescent City Harbor District unless restricted by law. Private personnel records shall not be available to Commissioners except as reasonably necessary for the conduct of their business. Personnel records generally should be viewed by Harbor Commissioners in a closed session of the Personnel Committee or Board of Harbor Commissioners. The CEO has immediate responsibility to maintain records of the District. A Commissioner request for access to nonpublic documents shall generally be made through the CEO. If any dispute regarding access cannot be resolved, either the CEO, President, or member of the Board of Harbor Commissioners may bring the matter before the entire board, which will have ultimate responsibility for deciding such matters.

Section 6.3: Attorney.

- a. The CEO/Harbor Master shall be the Board's primary contact with the attorney representing the District. The President may also consult with the District's attorney when the President deems advisable. The attorney represents the District, not individual Board members. Generally, Commissioners should not contact the District's attorney for legal advice on District business except when working on projects assigned to that Commissioner, or the committee on which he or she serves, when the use of the attorney has been specifically or tacitly authorized. Commissioners shall avoid involving the District's attorney in intra-Board disputes. The President, the CEO/Harbor Master, or the Board may request that the attorney prepare a written opinion or to attend a Board meeting to discuss legal issues.
- b. Leases of Harbor District property shall be prepared by the District's attorney at the direction of the Board, the CEO/Harbormaster, or a committee. Unless the Board determines that the contracts are of such routine and inconsequential value as to not justify the expense, contracts, deeds, leases, and similar documents shall not be signed without the approval of the attorney for the District as to form.

Section 6.4: Compliance with Law. These Bylaws shall be interpreted as consistent with the law.

Section 6.5: Waiver of Bylaws. These Bylaws shall constitute policy of the Board of Harbor Commissioners. Any provision herein may be waived upon a vote of a majority of the members of the Board whenever necessary or convenient.

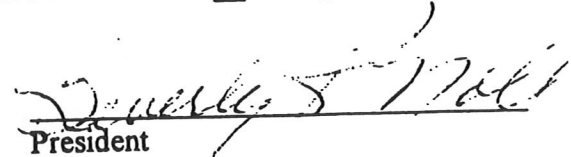
ARTICLE VII — AMENDMENTS

Section 7.1: Amendments to Bylaws. The Bylaws of the District may be amended by Resolution only with the approval of at least three members of the Board of Harbor Commissioners at a regular or special meeting.

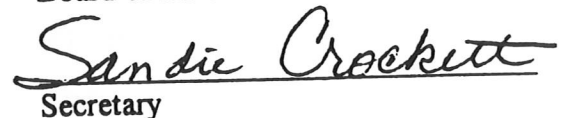
The above Bylaws have been adopted by Resolution Number 2000-12 on April 4, 2000.

Dated: 4-18-00

Dated: 4-18-00


President

Board of Harbor Commissioners


Secretary

Board of Harbor Commissioners

APPENDIX A

RULES RELATED TO PUBLIC PARTICIPATION AT MEETINGS OF CRESCENT CITY HARBOR DISTRICT BOARD OF HARBOR COMMISSIONERS

1. Every agenda for regular meetings of the Board of Harbor Commissioners shall provide for an opportunity for members of the public directly to address the Board of Harbor Commissioners on any item of interest to the public before or during the Board's consideration of the item, so long as the item is within the subject matter jurisdiction of the Crescent City Harbor District and providing that no action shall be taken on any item not appearing on the agenda unless authorized by statute.
2. Only members of the audience recognized by the President shall have the floor. Any member of the public wishing to address the Board shall seek recognition from the President by the raising of his or her hand during the discussion of the item or by submitting to the Secretary a written request for recognition prior to the meeting. Upon being recognized by the President, the person shall state his or her name and identify any group or organization that he or she is representing. In the President's discretion, the period for public participation may be before or after any staff report on a particular item.
3. Except for public hearings, each speaker shall be limited to a maximum of three (3) minutes, and total public participation on any item shall be limited to fifteen (15) minutes. The time limit for individual speakers or total audience participation may be extended by the President, or by vote of the Board of Harbor Commissioners, if in their discretion additional time is warranted. It shall be the responsibility of the President, or the President's designee, to keep track of time.
4. Unless the Board determines that more time is warranted due to the complexity of, or public interest in, an item, each public hearing shall be limited to thirty (30) minutes, and individual speakers shall be limited to five (5) minutes each. The Board of Harbor Commissioners may increase the time limits either before or during a hearing if it determines such an increase is warranted.
5. Persons not using some or all of their allotted time may not transfer that time to any other persons without the permission of the President.
6. Irrespective of any time limits, the President may regulate a speaker who is speaking too long, being unduly repetitious, or extensively discussing irrelevancies.
7. The President may rule a speaker out of order for cause. A speaker may not be ruled out of order due to substance of the comments unless comments are irrelevant to the subject at hand.

8. After hearing from the public on an item, the President may close further audience participation to allow members of the Board of Harbor Commissioners to discuss the item among themselves and with staff. Harbor Commissioners may also ask for further comment or clarification from members of the audience after the public participation portion has otherwise been closed.

9. Notwithstanding any other provision herein, the agenda and the Board need not provide an opportunity for members of the public to address the Board of Harbor Commissioners on any item that has already been considered by a committee, composed exclusively of members of the Board of Harbor Commissioners, at a public meeting wherein all interested members of the public were afforded the opportunity to address the committee on the item before or during the committee's consideration of the item. The Board of Harbor Commissioners shall afford the public opportunity to speak on such an item if the Board of Harbor Commissioners determines that the item has been substantially changed since the committee heard the item.

10. In the case of special meetings, the Board of Harbor Commissioners may limit public participation and discussion to only those items that were described in the notice of the meeting.

11. The Board may exclude or expel any person who refuses to abide by the reasonable rules for public participation or who causes a disturbance. In addition, the Board may exclude or expel all persons from any meeting where a disturbance has been created which will not allow the meeting to continue unimpeded. In a case where persons have been expelled due to such a disturbance, the Board shall readmit any journalists who were not involved in the disturbance and may establish a procedure for readmitting any individuals not responsible for willfully disturbing the orderly conduct of the meeting.

CRESCENT CITY HARBOR DISTRICT
RESOLUTION NO. 2000-12

RESOLUTION ADOPTING BYLAWS

WHEREAS, the Crescent City Harbor District heretofore has not had bylaws; and

WHEREAS, the Board of Harbor Commissioners of the Crescent City Harbor District finds that having bylaws will help provide for orderly transaction of business and mutual understanding of procedures; and

NOW, THEREFORE, BE IT RESOLVED by the Board of Harbor Commissioners of the Crescent City Harbor District that the attached Bylaws are hereby adopted and shall henceforth guide the conduct of business of the Board of Harbor Commissioners and the Crescent City Harbor District as set forth therein until such time as the Bylaws are amended or revoked.

PASSED AND ADOPTED this 4th day of April, 2000, by the Board of Harbor Commissioners of the Crescent City Harbor District by the following polled vote:

AYES: Commissioners Williams, Gonsalves, Noll, and Crockett.

NOES: none.

ABSTAIN: none.

ABSENT: Commissioner Van Hook.

CRESCENT CITY HARBOR DISTRICT
a public agency

Dated: 4-14-00

By: Beverly R. Noll
BEVERLY NOLL, President
Board of Harbor Commissioners

ATTEST:
Sandie Crockett
SANDIE CROCKETT, Secretary
Board of Harbor Commissioners

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NOES: none.

ABSTAIN: none.

ABSENT: Commissioner Van Hook.

CRESCENT CITY HARBOR DISTRICT
a public agency

Dated: 4-14-00

By: Beverly R. Noll
BEVERLY NOLL, President
Board of Harbor Commissioners

ATTEST:

Sandie Crockett

SANDIE CROCKETT, Secretary

Board of Harbor Commissioners

**BYLAWS
OF THE
CRESCENT CITY HARBOR DISTRICT**

ARTICLE I – THE DISTRICT

Section 1.1: Name of District. The name of the District is the “Crescent City Harbor District.”

Section 1.1: Seal of District. The Seal of the District shall be in the form of two concentric circles with the words CRESCENT CITY HARBOR DISTRICT in the form as affixed on the last page of these Bylaws

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Section 2.1: Officers. The elected officers of the Crescent City Harbor District shall be the elected Harbor Commissioners, including the President and the Secretary, who shall be selected from the members of the Board of Harbor Commissioners (“Board”). The other officer of the District shall be the Chief Executive Officer/Harbor Master (“CEO/Harbor Master”), and such other officers as may be appointed from time to time and serve at the pleasure of the Board and who shall not be members of the Board. The President and Secretary shall be members of the Board. The other officers shall not be members of the Board, but shall be appointed by the Board.

Section 2.2: President. The President shall preside at all meetings of the Board of Harbor Commissioners. The President shall act as the Board’s primary representative with the CEO/Harbor Master, who is responsible for staff and day-to-day operations of the District. The President may decide when special meetings of the full Board need to be called to deal with issues that cannot await the next regular Board meeting. The President shall appoint members of the Board of Harbor Commissioners to serve on all committees of the Board, and the President shall also appoint members of all other committees. All appointments by the President are subject to the consent of the person so appointed. The President may give other special assignments to Harbor Commissioners. The President or the CEO shall also coordinate

any communications with the news media on behalf of the Board. The President shall also perform such other duties as assigned by the Board, these Bylaws, or as are commonly required of a presiding officer of a local government agency in California. The President oversees the Board's business and sets meeting schedules and agendas with input from other Board members and Harbor Executive staff. The president is authorized to sign checks The President is authorized to sign documents as authorized by the board. The President is elected by the board annually and serves at the convenience of the board.

Section 2.3: Secretary. The Secretary shall act as President when the President is absent. The Secretary shall cause minutes of the District to be prepared. The Secretary, may, upon consultation with the Chief Executive Officer, appoint a member of the District staff to assist in the Secretary's duties, such as preparing minutes. The Secretary acts as President pro-tem when the President is absent and is authorized to sign checks and attest to legal documents for the harbor. The Secretary is elected by the board annually and serves at the convenience of the board.

Section 2.4: Board of Harbor Commissioners.

- a. The Board of Harbor Commissioners is ultimately responsible for governance of the District. The Board develops policies, resolutions, and ordinances in compliance with applicable law.
- b. The Board elects a President and Secretary annually.
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- e. The Board approves job descriptions.
- f. The Board approves travel requests over \$2,500.00; investigates complaints against the District; approves all expenditures of over \$12,000.00; reviews rates and fees; approves initiation of litigation by the District; approves all leases and contracts over \$12,000.00; develops specific plans to use as coordinating instruments for the Harbor's future; establishes and dissolves all District committees; and adopts ordinances, resolutions, and public positions of the District.
- g. Individual Commissioners have one vote in developing policies and passing ordinances, resolutions, and motions of the District; attend meetings; serve on committees and accept responsibilities as appointed by the President; communicate with the President and the Board concerning the District's business; coordinate through the CEO/Harbor Master and the President requirements on staff; represent the Board when so delegated by the President or the Board. Individual Commissioners do not direct staff nor set District policy.

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Section 2.9: Personnel. The Board delegates the hiring of personnel to the CEO/Harbor Master.

Section 2.10: Grievances. The decision of the CEO (in most cases) will be deemed final. However, an appeal may be made in writing within ten (10) days of the CEO's opinion by the employee to the Board of Harbor Commissioners. However, the Board of Harbor Commissioners will uphold the decision of the CEO unless the Board finds that he has clearly abused his discretion in rendering the decision.

ARTICLE II – MEETINGS

Section 3.1 New Commissioners Appointment Elective officers, elected or appointed pursuant to this part, take office at noon on the first Friday in December following the general district election. Prior to taking office, each elective officer shall take the official oath and execute any bond required by the principal act. (Enacted by Stats. 1994, Ch. 920, Sec. 2.)

Section 3.2: Annual Meeting. The annual meeting of the Board of Harbor Commissioners of the District shall be the first regular meeting of the Board in January each calendar year.

Section 3.3: Regular Meetings. The board shall hold at least one meeting a month, at such time as is fixed by ordinance of the board. The meeting shall be held within the district and shall be open to the public. **6063.**

HARBORS AND NAVIGATION CODE (*Article 2 enacted by Stats. 1937, Ch. 368.*)

All business not covered will be moved to the next regular meeting. In the event a regular meeting day shall be a legal holiday, or if it is otherwise impractical to meet on the assigned date, the meeting shall be rescheduled by the Board.

Section 3.4: Special Meeting. The President may, (when he or she deems it expedient), or a majority of the members of the Board, may call a Special Meeting of the Board for the purpose of transacting any business designated in the special meeting. The notice for a Special Meeting shall be emailed or delivered personally to each member of the Board of Harbor Commissioners at least twenty-four (24) hours prior to the time of such Special Meeting and a notice thereof shall be posted at the District Office in such a manner as to be accessible to the general public. In addition, such further notice shall be given as required by law. At such Special Meetings no business shall be considered other than as designated in the notice.

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6. Reports.
7. Board Comments.

For the convenience of the Board or others, the President may modify the order of business for any regular or special meeting. For the convenience of the public, closed sessions for personnel or litigation matters generally will be held at the beginning or end of the meeting as determined by the Board.

Section 3.9: Rules of Procedure.

- a. The Board of Harbor Commissioners may adopt, from time to time, such rules and regulations for the conduct of its meetings and affairs as are necessary and convenient. When necessary the President may refer to Roseburgh's Rules of Order or Robert's Rules of Order to supplement the procedural rules established by law, contained in these Bylaws, or otherwise adopted by the Board.
- b. The President shall call the meeting to order at the appointed time, announce the business before the Board in proper order, state and put all questions properly brought before the Board, preserve order and decorum, and decide all questions of order subject to an appeal to the entire Board. The President may participate in debate and vote on all issues before the Board. However, the President may make motions and second motions, only if he or she relinquishes the gavel before doing so until the motion is no longer under debate. The President should not interrupt a speaker so long as the speaker is in order. The President shall enforce the Board's rules for public participation. The President will rule any speaker out of order who is not in compliance with any rule or procedure, who is speaking too long, or who is being unduly repetitious, or who is extensively discussing irrelevancies.
- c. While on all questions of order and interpretation of the rules and priority of business it is the duty of the President to first decide the question, it is the privilege of any member of the Board to appeal the decision; and if the appeal is seconded, the Board shall vote on whether the decision of the President shall stand.
- d. Subject to appeal of the entire Board, the President may set the reasonable time for debate of a particular issue and may allot a reasonable time to each speaker, including members of the Board
- e. The proper order for all actions is for any member of the Board of Harbor Commissioners to make a motion (such as a motion to enact an ordinance), which if seconded, is subject for discussion prior to the vote. A motion for reconsideration may be made or placed on the agenda only by a member who voted with the prevailing side, although such a motion may be seconded by anyone.
- f. Each member of the Board of Harbor Commissioners attending a meeting shall be allowed to speak, at least one time, prior to each vote on an issue. Speakers shall obtain the floor from the President prior to speaking. The President may recognize himself or herself. The President shall determine the order in which members of the Board of

Harbor Commissioners speak. Members of the public shall be allowed to address any item of business before the Board.

- g. In discussions in debate, members of the Board shall confine themselves to the question before the Board and avoid personalities. Members should refrain from attacking the motives of other members, but the nature and consequences of a measure may be condemned in strong terms. It is not the person, but the measure, that is subject to debate.

Section 3.10: Public Participation. The rules of public participation for Board meetings are set forth in the attached Appendix A.

Section 3.111: Roll Call Vote on Resolutions and Ordinances. The voting on all Resolutions and Ordinances coming before the Board of Harbor Commissioners of the District shall be by roll call, and the ayes and nays shall be entered upon the minutes of such meeting. No secret ballots shall be permitted.

Section 3.11: Expenses over \$12,000.00 The voting on all Expenses over \$12,000.00 coming before the Board of Harbor Commissioners of the District shall be by roll call, and the ayes and nays shall be entered upon the minutes of such meeting. No secret ballots shall be permitted.

ARTICLE IV – COMMITTEES

Section 4.1: Establishment. The Board of Harbor Commissioners by motion or resolution may establish and dissolve committees from time to time. All committees shall have such powers and authority as granted by the Board of Harbor Commissioners and may be modified from time to time.

Section 4.2: Ad Hoc Committees. Ad Hoc committees are committees made up solely of two members of the Board of Commissioners for purposes of making investigations, gathering information, meeting with third parties or other agencies and giving recommendations and advice to the Board of Commissioners. Ad hoc committees are generally expected to complete their business and make their recommendations to the Board within one year of their formation; although, the term may be extended if it turns out that it is impractical to complete the business or form the committee recommendations within that time.

Section 4.3: President to Appoint. The President shall appoint members of all committees with agreement from the appointed member. The President may also appoint a new member to serve in case a committee member is unable to attend or perform the functions of the committee member. Nothing in this section shall be interpreted to allow any violation of the California Open Meeting Law.

Section 4.4: Standing Committees. The Board from time to time may establish standing committees to be given such duties as the Board directs. Standing committees shall have

continuing subject matter jurisdiction. Standing committees may be assigned or delegated such powers and decision-making responsibilities as deemed appropriate by the Board.

Section 4.5: Other Committees. From time to time as it deems appropriate, the Board may establish other committees made up of any combination of representatives or users from the Crescent City Harbor District, members of the public, or representatives of other agencies.

Section 4.6: Minutes and Formalities. Unless required by law or Board action, ad hoc committees need not hold public meetings nor give advance notice of their meetings. Standing committees shall prepare minutes of their meetings. Ad hoc committees shall make regular written reports to the Board of Harbor Commissioners on any developments within the scope of the committee.

ARTICLE V – PASSAGE OF ORDINANCES

Section 5.1: Ordinances. Ordinances shall be enacted pursuant to the California Harbors & Navigation Code and any and all other California laws. Before any ordinance may be adopted, the violation of which shall be a misdemeanor, a notice shall be published in a newspaper of general circulation published in Del Norte County, stating generally the nature of the ordinance proposed, stating where and when a copy thereof may be inspected, and specifying the date, not less than twenty (20) days from the date of publication of such notice, on which the Board of Harbor Commissioners will meet for the purpose of adopting the ordinance. Ordinances shall become effective immediately upon adoption by the Board of Harbor Commissioners, unless another effective date is stated in the ordinances. All ordinances shall be adopted and published as required by law.

Section 5.2: Majority. Passage of an ordinance shall require the affirmative vote of three Harbor Commissioners.

ARTICLE VI – MISCELLANEOUS PROVISIONS

Section 6.1: Checks. All checks of the Crescent City Harbor District shall be signed by at least two persons. Officers authorized to sign checks are any and all members of the Board of Harbor Commissioners.

Section 6.2: Access to Records. In interpreting the various responsibilities under this section, it shall be kept in mind that the goal should be maximum access for Commissioners, who must ultimately decide matters concerning the District, but keeping in mind the privacy concerns of personnel, the needs of litigation, and other legitimate concerns. Each member of the Board of Harbor Commissioners shall have access to read and review all records of the Crescent City Harbor District unless restricted by law. Private personnel records shall not be

available to Commissioners except as deemed necessary for the conduct of their business. Personnel records generally should be viewed by Harbor Commissions in a closed session of the Personnel Committee or Board of Harbor Commissioners. The CEO has immediate responsibility to maintain records of the District. A Commissioner request for access to nonpublic documents will be made through the CEO. If any dispute regarding access cannot be resolved, either the CEO, President, or member of the Board of Harbor Commissioners may bring the matter before the entire board, which will have ultimate responsibility for deciding such matters.

Section 6.3: Attorney.

- a. The CEO/Harbor Master shall be the Board’s primary contact with the attorney representing the District. The President may also consult with the District’s attorney when the President deems advisable. The attorney represents the District, not individual Board members. Commissioners will not contact the District’s attorney for legal advice on District business except when working on projects assigned to that Commissioner, or the committee on which he or she serves, when the use of the attorney has been specifically authorized by approval of the Board of Harbor Commissioners in advance. The President, the CEO/Harbor Master, or the Board may request that the attorney prepare a written opinion or to attend a Board meeting to discuss legal issues.
- b. Leases of Harbor District property shall be prepared by the District’s attorney or from a template given to the harbor by the attorney. The CEO/Harbor Master, or a committee, then reviews the lease and places it on the agenda for Board approval. The Board determines that the contracts, deeds, lease, and similar documents of inconsequential value (under \$12,000.00) will not be signed without the approval of the attorney for the District as to form.

Section 6.4: Compliance with Law. These Bylaws shall be interpreted as consistent with the law.

Section 6.5: Waiver of Bylaws. These Bylaws shall constitute policy of the Board of Harbor Commissioners.

ARTICLE VII – AMENDMENTS

Section 7.1: Amendments to Bylaws. The Bylaws of the District may be amended by Resolution only with the approval of at least three members of the Board of Harbor Commissioners at a regular or special meeting.

The above Bylaws have been adopted by Resolution Number _____ on _____

Dated: _____

President

Dated: _____

Secretary

Board of Harbor Commissioners

APPENDIX A

RULES RELATED TO PUBLIC PARTICIPATION AT MEETINGS OF CRESCENT CITY HARBOR DISTRICT BOARD OF HARBOR COMMISSIONERS

1. Every agenda for regular meetings of the Board of Harbor Commissioners shall provide for an opportunity for members of the public directly to address the Board of Harbor Commissioners on any item of interest to the public before or during the Board's consideration of the item, so long as the item is within the subject matter jurisdiction of the Crescent City Harbor District and providing that no action shall be taken on any item not appearing on the agenda unless authorized by statute.
2. Only members of the audience recognized by the President shall have the floor. Any member of the public wishing to address the Board shall seek recognition from the President by the raising of his or her hand during the discussion of the item or by submitting to the Secretary a written request for recognition prior to the meeting. Upon being recognized by the President, the person shall state his or her name and identify any group or organization that he or she is representing. In the President's discretion, the period for public participation may be before or after any staff report on a particular item.
3. Except for public hearings, each speaker shall be limited to a maximum of three (3) minutes, and total public participation on any item shall be limited to fifteen (15) minutes. The time limit for individual speakers or total audience participation may be extended by the Board of Harbor Commissioners, if in their discretion additional time is warranted. It shall be the responsibility of the President, or the President's designee, to keep track of time.
4. Unless the Board determines that more time is warranted due to the complexity of, or public interest in, an item, each public hearing shall be limited to thirty (30) minutes, and individual speakers shall be limited to five (5) minutes each. The Board of Harbor

Commissioners may increase the time limits before or during a hearing if it determines such an increase is warranted.

5. Irrespective of any time limits, the President will regulate a speaker who is speaking too long, being unduly repetitious, or extensively discussing irrelevancies.
6. The President will rule a speaker out of order for cause. A speaker may not be ruled out of order due to substance of the comments unless comments are irrelevant to the subject at hand.
7. After hearing from the public on an item, the President may close further audience participation to allow members of the Board of Harbor Commissioners to discuss the item among themselves and with staff. Harbor Commissioners may also ask for further comment or clarification from members of the audience after the public participation portion has otherwise been closed.
8. Notwithstanding any other provision herein, the agenda and the Board need not provide an opportunity for members of the public to address the Board of Harbor Commissioners on any item that has already been considered by a committee, composed exclusively of members of the Board of Harbor Commissioners, at a public meeting wherein all interested members of the public were afforded the opportunity to address the committee on the item before or during the committee's consideration of the item. The Board of Harbor Commissioners shall afford the public opportunity to speak on such an item if the Board of Harbor Commissioners determines that the item has been substantially changed since the committee heard the item.
9. In the case of special meetings, the Board of Harbor Commissioners will limit public participation and discussion to only those items that were described in the notice of the meeting.
10. The Board may exclude or expel any person who refuses to abide by the reasonable rules for public participation or who causes a disturbance. In addition, the Board may exclude or expel all persons from any meeting where a disturbance has been created which will not allow the meeting to continue unimpeded. In a case where persons have been expelled due to such a disturbance, the Board shall readmit any journalists who were not involved in the disturbance and may establish a procedure for readmitting any individuals not responsible for willfully disturbing the orderly conduct of the meeting.

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