

HIGHLANDS RECREATION DISTRICT
RESOLUTION NO. 2023-4

A resolution of the Board of Directors of the Highlands Recreation District updating the Bylaws of the District.

WHEREAS, the Highlands Recreation District Bylaws were last updated in 2018; and

WHEREAS, the Board appointed an ad hoc committee consisting of Board Members Aquino, Bakhshay to recommend updates to the Bylaws; and

WHEREAS, the Board as a whole discussed and considered updates to the Bylaws at multiple public meetings; and

NOW THEREFORE, BE IT RESOLVED that the Board adopts the updated Highlands Recreation District Bylaws attached hereto.

PASSED AND ADOPTED at the regular meeting of the Board of Directors of Highlands Recreation District, this 10th day of October 2023, by the following vote:

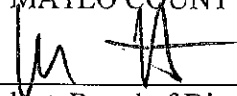
AYES:

NOES:

ABSENT:

ATTEST:

HIGHLANDS RECREATION DISTRICT
SAN MATEO COUNTY, CALIFORNIA

By 
President, Board of Directors

ATTEST: I, Megan Catmull, do hereby certify that I am the District Secretary of the Board of Directors of the HIGHLANDS RECREATION DISTRICT and that the above is a true and correct copy of the resolution adopted by the Board of Directors of said District at a meeting of the 10th day of October 2023.

Secretary, Board of Directors

Attachment: Updated Highlands Recreation District Bylaws

HRD Bylaws

A. FORMATION

1. Original Authorization and Purpose

The Highlands Recreation District was organized as a Community Services District pursuant to Sections 61000 *et seq.* of the Government Code of the State of California (Community Services District Law) on the 24th day of September, 1957, for the purpose of providing public recreation by means of parks, playgrounds, swimming pools, recreation buildings, a community meeting hall, and such other buildings and facilities as are necessary to the operation of such a district, including, but not limited to, the acquisition of lands, rights of way, easements, or other rights of real property therefore, the purchase, construction, furnishing, or equipping of building and other facilities therefore, and the performing of all work auxiliary to any of the above which may be necessary to complete or maintain the same.

2. Additional Purposes

The functions and purposes of the District may in the future be expanded to such other matters as are legally permissible under the appropriate sections of the Community Services District Law in the manner specified therein.

B. BOARD OF DIRECTORS

1. Governing Body

The Board is the governing body of the District.

2. Number of Directors, Qualifications and Election

The District shall have a Board of five Directors, all of whom shall be registered electors domiciled within the boundaries of the District and all of whom shall be elected at large.

3. Elections of Directors

Elections are held in accordance with the Uniform District Election Law (Sections 10500 *et seq.* of the California Election Code).

4. Time of Election

Elections will be held on the first Tuesday after the first Monday in November in each even numbered year to choose Directors who will take office at noon on the first Friday of December.

5. Term of Office

The term of office of each Director shall be four years. Elections will be held every two years with three Directors elected in the November election concurrent with the California gubernatorial election and two Directors elected in the November election concurrent with the Presidential election.

6. Filling of Vacancies

Any vacancy on the Board of Directors will be filled pursuant to Government Code Section 1780.

7. Oath of Office

Before entering upon the duties of his/her office each Director shall take and subscribe the official oath before an officer authorized by law to administer oaths and shall file it with the Board Secretary.

8. Recall of Directors

Every incumbent of the office of Director, whether elected or appointed, may be recalled by the voters in accordance with the recall provisions of the Elections Code Sections 11000 et seq.

9. Compensation of Directors

The Directors shall serve without compensation. Pursuant to Government Code Section 61047, Directors may receive their actual and necessary traveling and incidental expenses incurred while on official business for the District.

10. Training and Education of Board Members

In accordance with Government Code Section 53232, Board Members must complete ethics training (sometimes called AB 1234 training) upon initial election or appointment to the Board and every two years thereafter. All Directors shall also receive sexual harassment training in compliance with State law. Board Members shall endeavor to take a minimum of four additional hours per year of education on topics relevant to their service on the Board and file proof of completion with the Secretary of the Board. A Director who does not complete this training may be subject to censure or reprimand by the Board.

11. Code of Conduct

The Board of Directors is committed to excellence in legislative leadership to promote high-quality District facilities and services. Directors will show respect for other Directors, staff, and the public; come to meetings prepared; listen attentively; and focus on providing clear policy direction to staff.

C. CONDUCT OF BUSINESS

1. President and Vice President of the Board

The President presides over meetings of the Board and the Vice President serves as President in the President's absence or inability to serve. At the regular December Board meeting, the Directors shall meet and organize as a Board. At this time, a President and a Vice-President shall be appointed, in that order. The President and Vice-President roles rotate each December among Directors as described in this section. The Vice-President will rotate into the President's role and another Director will rotate into the Vice-President role. The order shall be determined based on tenure on the Board, with newly-elected and/or appointed Directors last in order, and the rotation will continue such that all Directors have the opportunity to hold these roles before any Director is reappointed. If two or more Directors are elected at the same time, priority shall be determined by the number of votes received. If two or more Directors are appointed at the same

time, priority shall be determined based on a coin toss. A Director may decline to fulfill either of these roles at the time of their appointment. A Director who declines to serve will go to end of the order of rotation, except that they will be ahead of the Director who most recently served as President. If the Directors next in line to be President and Vice President both decline, they will both go to end of the order of rotation in that order, ahead of the Director who most recently served as President.

2. Committees

The Board may establish standing committees and temporary ad-hoc committees, appointing members as it deems appropriate. Each committee shall consist of two Directors. Meetings of standing committees shall be noticed and open to the public as required by the Brown Act. Temporary ad-hoc committees shall have a limited purpose and a defined time frame to accomplish that purpose, such that meetings need not be noticed and open to the public under the Brown Act. Each committee is authorized to meet with staff members, and/or contractors, etc. to review pertinent matters within the scope of its jurisdiction. Each committee shall report on its meetings at Board meetings, making recommendations if it so desires. No final actions may be taken by committees, which shall be only advisory in nature, i.e., committees cannot be delegated any decision-making power and return to the full Board with recommendations as appropriate.

3. Mode of Exercising Powers

The Board shall act only by ordinance, resolution, or motion passed by an affirmative vote of at least three Board Members.

4. Recording Vote

The ayes and nays shall be taken by roll call for all ordinances, resolutions, or motions and will be so entered upon the minutes of the Board.

5. Quorum

A majority of the Board (three Directors) shall constitute a quorum for the transaction of business.

6. Amendment

These Bylaws may be amended by resolution adopted by an affirmative vote of at least four Board Members.

D. MEETINGS

1. Open Meetings

All meetings of the Board shall be conducted pursuant to the Brown Act (Government Code Section 54950 et seq.). When feasible, Board meeting agendas will, as a courtesy, include an option for the public to attend via tele/videoconference.

2. Conduct of Meetings

Robert's Rules of Order shall be followed.

3. Preparation of Agenda

Any Board Member may request an item be placed on the agenda for an upcoming meeting. The agenda shall be prepared by the General Manager in consultation with the President. As required by the Brown Act, only items listed on the agenda may be discussed at meetings. The agenda shall be physically posted at the direction of the General Manager at the Highlands Recreation Center in a prominent place easily accessible to the public and posted to the District website.

4. Regular Meetings

The regular meetings of the Board of Directors shall be held at 7 pm on the second Tuesday of each month in a meeting room of the Highlands Recreation Center. The agenda for regular meetings shall be posted and circulated to all members of the Board at least seventy-two (72 hours) before each regular Board meeting, consistent with the Brown Act.

5. Special Meetings

A special meeting may be called by the President of the Board or by a majority of Directors in the event of matters of importance, which cannot be delayed until the next regular meeting. Notice of such a special meeting must be provided to all Directors and the public at least twenty-four (24) hours in advance of the meeting, consistent with the Brown Act.

6. Emergency Meetings

Emergency meetings may be called consistent with the Brown Act.

7. Closed Sessions

Closed sessions are limited to specific matters authorized by the Brown Act (e.g., to provide direction to a real estate negotiator, to discuss pending litigation with a legal advisor to the Board; insurance liability claims; personnel matters; and threats to public services or facilities). Any closed sessions of the Board must be briefly described in an agenda for the meeting per the requirements of the Brown Act. Prior to adjourning into closed session, a Director (usually the President of the Board) must orally announce the items to be discussed in the closed session and allow public comment. Once the closed session has been completed, the Board must reconvene in open session to make any reports as required by the Brown Act.

8. Attendance

The Board Secretary shall take attendance at all meetings and present the annual attendance record at the January Board meeting.

Punctual and regular attendance at Board meetings is an essential responsibility of each Director. Elected and appointed Directors shall make every effort to attend meetings in person, or by tele/videoconference when allowed by the Brown Act. If a Director is unable to attend a meeting, the Director should advise the Board prior to such meeting if at all possible; if not possible the Director shall advise the General Manager prior to the meeting. Consecutive absences are strongly discouraged.

Given the limited number of meetings, Director absences are disruptive to the functioning of the Board. A Director who is absent from three or more meetings in a calendar year may be subject to censure or reprimand by the Board.

9. Minutes

Draft minutes of Board meetings will be prepared by staff promptly following each Board meeting and placed on the agenda for Board approval at the next regular meeting. Following Board approval, minutes will be physically posted at the Highlands Recreation Center in a place easily accessible to the public and posted on the District's website. Minutes are to be retained indefinitely in the District's records.

E. STAFF

1. General Manager

The Board shall appoint the General Manager, who shall have the responsibilities described in the Community Services District Law. The General Manager or their designee shall serve as the Board Secretary.

2. Managerial and Supervisory Staff

The General Manager shall appoint managerial and supervisory staff members.

3. Compensation —Term

a. The General Manager shall receive compensation as determined by the Board of Directors and shall serve at its pleasure.

b. A Director shall not be General Manager.

Revised June 9, 1998 and November 12, 1998

(Bylaws Committee: Steve Gehre and Wil Pinney)

Board of Directors: President Gordon Chalmers, Vice-President Steve Gehre, Edie Kirschner, Wil Pinney, & Jim Sell.

Revised November 10, 2008

(Bylaws Committee: Brigitte Shearer and Michelle McNeil)

Board of Directors; President Hal Carroll, Vice President Brigitte Shearer, Jim Sell, Pamela Merkadeau, & Michelle McNeil.

Revised June 14, 2016

(Bylaws Committee: Pamela Merkadeau and Eric Olbekson)

Board Member: Hal Carroll, Eric Olbekson, Michelle McNeil, Pamela Merkadeau, Sterling Sakai

Revised February 13, 2018

Board Members: Eric Olbekson, Michelle McNeil, Pamela Merkadeau, Andrew Aquino, Christopher Gurr

Revised October 10, 2023 (Resolution No. 2023-4)

Board Members: Eric Olbekson, Pamela Merkadeau, Andrew Aquino, Shirin Bakhshay, Uy Ut

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