

RESOLUTION NO. _____

**RESOLUTION OF THE NAPA COUNTY BOARD OF SUPERVISORS,
STATE OF CALIFORNIA, REVISING THE BYLAWS TO REDUCE THE
NUMBER OF MEMBERS AND OTHER RELATED ACTION
REGARDING THE DROUGHT AND WATER SHORTAGE TASK
FORCE**

WHEREAS, on December 13, 2021, the Napa County Board of Supervisors established the Drought and Water Shortage Task Force (DWSTF) pursuant to Resolution No. 2021-147; and

WHEREAS, bylaws for the DWSTF were adopted by the Board of Supervisors on April 5, 2022, pursuant to Resolution No. 2022-46; and

WHEREAS, during a special meeting held on May 20, 2022, the DWSTF created an Ad Hoc Subcommittee of members to study and help develop a plan that includes potential drought and water shortage risk and proposed interim and long-term solutions for state small water systems and domestic wells within the county’s jurisdiction as required by Water Code section 10609.70; and

WHEREAS, the Ad Hoc Subcommittee prepared and approved a Drought Resilience Plan, and on December 12, 2024, the full DWSTF recommended approval of the DRP by the Board of Supervisors; and

WHEREAS, Water Code section 10609.70 requires the DWSTF to continue as a standing committee, even after the completion of the Drought Resilience Plan; and

WHEREAS, the DWSTF currently has 23 members, consisting of all 17 members of the Watershed Information and Conservation Council (WICC) plus 6 additional members, creating difficulties in establishing a quorum for meetings; and

WHEREAS, with the completion of the Drought Resilience Plan, County staff desires to revise the bylaws of the DWSTF to separate the DWSTF from the WICC, reduce the number of members to 3, and change the name to the “Standing Committee of the Drought and Water Shortage Task Force;”

NOW, THEREFORE, BE IT RESOLVED, by the Napa County Board of Supervisors that the proposed revised bylaws for the DWSTF, attached hereto as Exhibit “A” and incorporated herein by reference, are hereby adopted and approved.

THE FOREGOING RESOLUTION WAS DULY, AND REGULARLY ADOPTED
 by the Napa County Board of Supervisors, State of California, at a regular meeting of the Board
 of Supervisors on the ____ day of December, 2024, by the following vote:

AYES: SUPERVISORS _____

 NOES: SUPERVISORS _____
 ABSTAIN: SUPERVISORS _____
 ABSENT: SUPERVISORS _____

NAPA COUNTY, a political
 subdivision of the State of California

By: _____
 JOELLE GALLAGHER, Chair
 Napa County Board of Supervisors

<p>APPROVED AS TO FORM Office of County Counsel</p> <p>By: <u>Thomas C. Zeleny</u> Deputy County Counsel</p> <p>Date: <u>December 9, 2024</u> PL Doc. No. 123790</p>	<p>APPROVED BY THE NAPA COUNTY BOARD OF SUPERVISORS</p> <p>Date: _____ Processed By: _____ Deputy Clerk of the Board</p>	<p>ATTEST: NEHA HOSKINS Clerk of the Board of Supervisors</p> <p>By: _____</p>
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EXHIBIT “A”

BYLAWS OF THE STANDING COMMITTEE OF THE DROUGHT AND WATER SHORTAGE TASK FORCE OF NAPA COUNTY

I. NAME

The official name of the Task Force shall be the Standing Committee of the Drought and Water Shortage Task Force of Napa County, hereinafter referred to as the “DWSTF Standing Committee” or “DWSTF.”

II. PURPOSE

The DWSTF was established by the Board of Supervisors on December 13, 2021, to advise on the preparation and implementation of a Drought Resilience Plan (DRP), with policies and recommendations to evaluate potential drought and water shortage risk and propose interim and long-term solutions for state small water systems and domestic wells within Napa County. Even though the DRP is complete, Water Code section 10609.70 requires the DWSTF to continue as a standing committee. The DWSTF Standing Committee shall monitor the implementation of the approved DRP and recommend actions as necessary to the Board of Supervisors to address domestic well drinking water mitigation programs and the provision of emergency and interim drinking water solutions, especially during times of drought.

III. MEMBER QUALIFICATIONS

- A. The DWSTF Standing Committee shall consist of 3 members appointed by the Board of Supervisors. One member shall be a member of the Board of Supervisors. The remaining 2 members shall be residents of Napa County, preferably with experience working with local water suppliers or those who rely on individual domestic wells for drinking water.
- B. The Board of Supervisors may appoint one or more ex officio members to participate in meetings of the DWSTF Standing Committee. Ex officio members may be representatives from the state and other local governments, including groundwater sustainability agencies, community-based organizations, and local water suppliers, as set forth in Water Code section 10609.70. Ex officio members may participate as if they are full members of the DWSTF Standing Committee, except that they do not count towards a quorum and cannot vote on any matter pending before the DWSTF Standing Committee.

IV. OFFICERS. The officers of the DWSTF Standing Committee shall be the Chair, Vice-Chair and Secretary, chosen as follows:

- A. **Chair.** The Chair of the DWSTF Standing Committee shall be the member of the Board of Supervisors.

- B. Vice-Chair.** The DWSTF Standing Committee shall elect the Vice-Chair from among themselves. The Vice-Chair shall serve until their term expires. If the office of Chair becomes vacant during the term, the Vice-Chair shall serve as Chair until a new member of the Board of Supervisors is appointed. Vacancy in the office of Vice-Chair during the term shall be filled by election to serve the remainder of their term.
- C. Duties of the Chair and Vice-Chair.** The Chair, or the Vice Chair in the absence of the Chair, shall act as the presiding officer of the DWSTF Standing Committee and in that capacity shall preserve order and decorum, decide questions of order subject to being overruled by a two-thirds vote and perform such other duties as are required by the DWSTF Standing Committee. The Chair shall have all the rights and duties enjoyed by any other member of the DWSTF Standing Committee, including the right to make and second motions.
- D. Secretary.** The Secretary of the DWSTF Standing Committee shall be a non-elected office filled by an employee of Napa County designated by the Director of Planning, Building and Environmental Services.
- E. Authority to Bind the DWSTF.** No member of the DWSTF Standing Committee shall have any power or authority to bind the DWSTF by any contract, to pledge its credit, or to render it liable for any purpose in any amount.
- F. Term of DWSTF members.** Terms shall be for a period of 3 years unless otherwise specified by the Board of Supervisors. Members serving on the DWSTF as elected officials shall serve the same term as their elected office unless otherwise specified by the Board of Supervisors. Vacancies will be publicized in accordance with the Maddy Act.
- G. Service and termination of DWSTF membership.**
- 1. Service.** Members appointed to the DWSTF Standing Committee by the Board of Supervisors shall serve at the will and pleasure of the Board of Supervisors.
 - 2. Termination.** A DWSTF Standing Committee member's term may be concluded before expiration if any one of the following events occurs:
 - a. The member's absence from two consecutive regular meetings or three consecutive special meetings, unless confined by illness or other absence approved by a majority of the DWSTF Standing Committee at any meeting thereof, will be considered as having involuntarily resigned the position as a member of the DWSTF Standing Committee.
 - b. The member's resignation is submitted to the Chair.

- c. The member is convicted of a felony or any offence involving a violation of the member's official duties.
- d. Refusal or neglect to file the required oath of office.

V. MEETINGS

- A. **Date of Regular Meetings.** Regular meetings of the DWSTF Standing Committee shall be held once per year on the fourth Thursday of October, of each calendar year.
- B. **Time of Regular Meetings.** Regular meetings shall commence at 1:30 pm and continue until all agenda business is concluded unless adjourned earlier on motion of the DWSTF for any reason or by the Secretary for lack of a quorum.
- C. **Location of Regular Meetings.** Unless specially noticed otherwise, regular meetings shall be held at the Napa County Administration Building, Human Resources Conference Room, 1195 Third Street, Suite #103, Napa, California.
- D. **Emergency Meetings.** Emergency meetings shall be called in conformance with Section 54956.5 of the California Government Code.
- E. **Special Meetings.** A special meeting may be called at any time by the Chair or the Secretary by delivering written notice to each member and to each person or entity entitled by law to receive such notices in the manner required by Government Code Section 54956 at least 24 hours before the time of the meeting as specified in the notice. The call and notice shall specify the time and place of the special meeting and the business to be transacted or discussed and shall be posted at least 24 hours prior to the special meeting in a location that is freely accessible to members of the public. No other business shall be considered at such meetings by the DWSTF. Such written notice may be dispensed with as to any DWSTF member who at or prior to the time the meeting convenes files with the Secretary of the DWSTF a written waiver of notice. Such waiver may be given by email to the Secretary. Such written notice may also be dispensed with as to any member who is actually present at the time the meeting convenes.
- F. **Agendas Involving Regular Meetings.** At least 72 hours before a regular meeting, an agenda containing a brief general description of each item of business to be transacted or discussed shall be posted at a location freely accessible to members of the public. All agendas shall include a time period for public comment and shall specify the time and location of the regular meeting. No discussion shall occur, or action be taken, on any item not appearing on the posted agenda except as permitted by law. Questions or comments regarding items not included on the agenda shall be limited to topics that are within the subject matter jurisdiction of the DWSTF. Supplemental agendas involved in a regular meeting

will be prepared and considered by the DWSTF only under the following conditions:

1. **Emergencies.** Upon a determination by the DWSTF that an emergency situation exists, as defined in Section 54956.5 of the Government Code.
 2. **Need Arising after Posting.** Upon a determination by a two-thirds vote of the DWSTF or, if less than two-thirds of the potential votes are present, a unanimous vote of the DWSTF members present, that there is a need to take immediate action and the need to take action came to the attention of DWSTF or staff subsequent to the regular agenda being posted.
 3. **Recently Continued Item.** The item was properly posted for a prior meeting of the DWSTF occurring not more than five calendar days prior to the date action is taken on the item, and at the prior meeting the item was continued to the meeting at which action is being taken.
- G. Adjourning Meetings.** The DWSTF may adjourn any meeting to a time and place specified in the order of adjournment. Less than a quorum may so adjourn from time to time. If all DWSTF members are absent from any regular meeting or adjourned regular meeting the Secretary or Acting Secretary of the DWSTF may declare the meeting adjourned to the next regular meeting of the DWSTF. A copy of the order or notice of adjournment shall be conspicuously posted on or near the door of the place where the meeting was held within 24 hours after the time of the adjournment. When a regular or adjourned regular meeting is adjourned as provided in this section, the resulting adjourned regular meeting is a regular meeting for all purposes. When an order of adjournment of any meeting fails to state the hour at which the adjourned meeting is to be held, it shall be held at the hour specified for regular meetings.
- H. Meetings to be Open and Public.** All meetings of the DWSTF to take action or to deliberate concerning DWSTF business and its conduct shall be open and public. All persons shall be permitted to attend any such meetings except as otherwise provided or permitted by law.
- I. Liaison & Technical Assistance.** The Planning, Building and Environmental Services Department shall act as a “liaison department” and the Director of Planning, Building, and Environmental Services Department or designee shall serve as “liaison officer” to the DWSTF. County staff and consultants shall provide technical support to the DWSTF, and shall make staff and consultants with appropriate expertise available to the Task Force on an as needed basis as funding permits.

VI. CONDUCT OF MEETINGS

- A. Order of Business.** The regular order of business of the DWSTF shall be:
1. Call to order.
 2. Approval of the minutes of the previous meeting.
 3. Public comment on unagendized items. The time limit is three (3) minutes per speaker. In the event total public comment exceeds ten minutes, the Chair may, in the Chair's discretion, continue public comment on the unagendized items to the end of the meeting.
 4. Consideration and Action on Agenda Items.
 5. Adjournment.
- B. Parliamentary Procedure.** Unless otherwise provided by these Bylaws, all proceedings before the DWSTF shall be conducted in accordance with and pursuant to the parliamentary procedure prescribed in the most current version of Robert's Rules of Order.
- C. Recording of Meetings.** Any meeting of the DWSTF, other than a closed session permitted under the Brown Act, may be recorded by any person, unless the Chair determines that such recording could constitute a disruption of the proceedings.
- D. Presentations to the DWSTF.** The Chair may, in the interest of facilitating the business of the DWSTF, set in advance of the presentation of testimony reasonable time limits for oral presentations. Persons may be required to submit written testimony in lieu of oral testimony if the Chair determines that a reasonable opportunity for oral presentations has been provided, and in such a case, the matter may be continued to a later date to allow a reasonable time for such submittals to occur.
- E. Recordation of DWSTF Actions.** All official actions or decisions by the DWSTF shall be documented and kept by the Secretary. The vote or votes of each member of the DWSTF on every question shall be recorded. Only action minutes will be maintained, however, electronic recordings will be made of each meeting of the DWSTF whenever possible and shall be available to the public.

VII. VOTING AND QUORUM

- A. Roll Call Vote.** A roll call vote may be required in voting upon any motion of the DWSTF at the discretion of the Chair.
- B. Inaudible Votes.** Any member present who does not vote in an audible voice

shall be recorded as voting "aye." A member may abstain from voting only if the member has recused themselves from participating due to a conflict of interest, in which case the member shall not be present in the meeting room during the discussion and action on the item.

- C. **Quorum.** A majority of the members of the DWSTF shall constitute a quorum for the purpose of conducting its business and exercising its powers and for all other official purposes, except that less than a quorum may adjourn from time to time until a quorum is obtained. For purposes of a quorum, "majority of the members" means at least 2 of the authorized positions, excluding ex officio positions, whether or not all of the positions have been filled by the Board of Supervisors. A quorum is necessary to conduct business, however agenda items that do not require action may be dealt with, such as hearing reports and programs (Sturgis Chapter 13).

- D. **Number of Votes Required for Action.** All actions require a motion and a second. No action or recommendation of the DWSTF shall be valid and binding unless a quorum is present and the motion is approved by at least a majority of the members present. Each member shall have one vote. No votes may be cast by proxy. Tie votes shall be considered as denial of the motion. Ex officio members may not vote.

- E. **Voting Affected by Conflict of Interest.** As a general rule, no member shall participate as a member in any discussion or voting if to do so would constitute a conflict of interest. However, if a quorum cannot be achieved or the required number of affirmative votes for action obtained because conflicts of interest exist that prevent members having such conflicts from discussing or voting on the matter, and the conflicts are such that the members with conflicts will be unable to vote at a later date even if the matter is continued, the matter shall not be continued and a sufficient number of members having conflicts of interest, selected by lot, shall be allowed to participate to provide enough votes for the DWSTF to form a quorum and take affirmative action.
 - 1. A final vote on any matter before the DWSTF may be reconsidered during the meeting at which the vote was taken provided all persons concerned with the matter are still present, and further provided the motion to reconsider shall be made by a member voting with the majority on the final vote.

 - 2. If all persons concerned with a matter are not present, or if a member so chooses, a motion to reconsider a final vote on any matter may be given not later than the next regular meeting by a member voting with the majority on the final vote, provided notice of intention to move such reconsideration shall have been given at the meeting on which the final vote was taken.

3. A motion for reconsideration shall have precedence over every motion except a motion to adjourn.

VIII. COMPENSATION

Members of the DWSTF shall serve without compensation and shall not receive reimbursement for any expenses incurred while conducting official business.

IX. CHANGES TO BYLAWS

The provisions of these Bylaws may only be altered, amended, or repealed by the Board of Supervisors.