

**Board of Directors of the  
East Garrison Public Financing Authority  
County of Monterey, State of California**

**Resolution No. E/G 06-008**

Adopting By-Laws for the East Garrison )  
Public Financing Authority )

WHEREAS, the East Garrison Public Financing Authority (the "EGPFA") was organized by the County of Monterey and the East Garrison Community Services District (the "EGCSD") pursuant to Article I (commencing with Section 6500) of Chapter 5 or Division 7 of Title I of the Government Code of the State of California (the "JPA Law"); and

WHEREAS, the Board of Supervisors of the County of Monterey and the Board of Directors of the EGCSD have appointed the Board of Directors of the EGPFA pursuant to Article V of the Joint Exercise of Powers Agreement establishing the EGPFA; and

WHEREAS, Government Code Section 6588 authorizes the EGPFA to establish rules or bylaws for the conduct of its business;

Now, therefore, the Board of Directors of the East Garrison Public Financing Authority does hereby resolve as follows:

Section 1. The By-Laws of the East Garrison Public Financing Authority (the "By-Laws") in the form attached hereto and incorporated herein by reference, are hereby adopted.

PASSED AND ADOPTED this 11<sup>th</sup> day of April, 2006, by the following vote, to wit:

AYES: Supervisors Armenta, Calcagno, Lindley, Potter and Smith

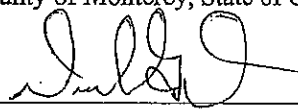
NOES: None

ABSENT: None

I, Lew C. Bauman, Clerk of the Board of Supervisors of the County of Monterey, State of California, hereby certify that the foregoing is a true copy of an original order of said Board of Supervisors duly made and entered in the minutes thereof in Minute Book 73, on April 11, 2006.

Dated: April 12, 2006

Lew C. Bauman, Clerk of the Board of Supervisors,  
County of Monterey, State of California

By   
\_\_\_\_\_  
Darlene Drain, Deputy

BY-LAWS  
OF THE  
EAST GARRISON PUBLIC FINANCING AUTHORITY

Adopted April 11, 2006

ARTICLE I - THE AUTHORITY

Section 1.1 Name. The official name of the Authority shall be the East Garrison Public Financing Authority.

Section 1.2 Authority Board Members. The Authority shall be administered by a governing board (the "Board") whose members shall be, at all times, the members of the Board of Directors (the District Board) of the East Garrison Community Services District (the District), serving *ex officio*. The term of office as a member of the Board shall terminate when such member of the Board shall cease to be a member of the District Board, respectively; and the successor to such member of the District Board shall automatically become a member of the Board.

Section 1.3 Office. The business office of the Authority shall be at the District office, 168 W. Alisal Street, Salinas, CA 93901, or at such other place as may be designated by the Board.

Section 1.4 Compensation. Board members may receive their actual and necessary expenses, including traveling expenses incurred in the discharge of their duties, but only when authorized by the Authority and if there are unencumbered funds available for such purpose.

ARTICLE II – OFFICERS

Section 2.1 Officers. The Officers of the Authority shall be the Chair, Vice-Chair, Secretary, Treasurer and Auditor. Except as may be hereafter established by the amendment of these By-Laws, the Authority will have no Executive Director.

Section 2.2 Chair. The Chair of the Authority shall be the member who is the President of the District Board. The term of office shall be the same as the term of the President of the District Board. The Chair shall preside at all meetings of the Authority, and shall submit such information and recommendations to the Board as he or she may consider proper concerning the business, policies and affairs of the Authority.

Section 2.3 Vice-Chair. The Vice-Chair shall be the member who is the Vice President of the District Board. The term of office shall be the same as the term of the Vice President of the District Board. The Vice-Chair shall perform the duties of the Chair in the absence or incapacity of the Chair. In case of the resignation or death of the Chair, the Vice-Chair shall perform such duties as are imposed on the Chair, until such time as the members shall elect a new Chair.

Section 2.4 Secretary, Treasurer and Auditor. The Secretary shall be the person who is the Secretary of the District and shall serve at the pleasure of the Authority. The Secretary shall keep the records of the Authority, shall act as Secretary at the meetings of the Authority and record all votes, and shall keep a record of the proceedings of the Authority in a journal of proceedings to be kept for such purpose, and shall perform all duties incident to the office.

The Treasurer and the Auditor shall be the persons and shall have the duties prescribed by the Joint Exercise of Powers Agreement, executed as of March 28, 2006, between the County of Monterey and the East Garrison Community Services District.

Section 2.5 Election of Officers. Confirmation of officers shall be the first order of business at the meeting of the Authority which coincides with the meeting of the District Board at which officers of the District Board are confirmed.

Section 2.6 Requirement of Board Action to Bind Authority. No member, officer, agent or employee of the Authority, without prior specific or general authority by a vote of the Board, shall have any power or authority to bind the Authority by any contract, to pledge its credit, or to render it liable for any purpose in any amount.

### ARTICLE III - EMPLOYEES AND AGENTS

Section 3.1 Appointment of Employees and Agents. The Authority may from time to time request from the District the services of such personnel, counsel or agents, permanent or temporary, as may be necessary to carry out the business and affairs of the Authority. The Board may in addition employ temporary professional and technical personnel on such terms and at such rates of compensation as the Board may determine, for the performance of Authority business and affairs, provided that adequate sources of legally-available funds are identified for the payment of such temporary professional and technical services.

### ARTICLE IV - MEETINGS

Section 4.1 Regular Meetings. Regular meetings shall be held in the meeting room of the Board of Supervisors of the County of Monterey or at such other place as the Chair may designate, on the same dates and at the same times as are regular meetings of the District Board. 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. The agenda shall specify the time and location of the regular meeting. No action shall be taken on any item not appearing on the posted agenda except as permitted by law.

Section 4.2 Special Meetings. A special meeting may be called at any time by the Chair or upon the request of two of the members of the Board by delivering written notice to each member and to each person or entity entitled by law to receive such notices. Notices to the Board shall be sufficient if delivered to the Secretary. Notices to other persons or entities entitled by law to receive notices must be delivered personally or by mail and must be received at least 24 hours before the time of such meeting as specified in the notice. The notice shall

specify the time and place of the special meeting and the business to be transacted 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 Board. Such written notice may be dispensed with as to any Board member who at or prior to the time the meeting convenes files with the Secretary of the Authority a written waiver of notice. Such waiver may be given by telegram. Such written notice may also be dispensed with as to any member who is actually present at the time it convenes.

Section 4.3 Closed Sessions. Nothing contained in these bylaws shall be construed to prevent the Board from holding closed sessions during a regular or special meeting concerning any matter permitted by law to be considered in a closed session.

Section 4.4 Public Hearings. All public hearings held by the Board shall be held during regular or special meetings of the Board.

Section 4.5 Adjourning Meetings and Continuing Public Hearings to Other Times or Places. The Board 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 Board members are absent from any regular meeting or adjourned regular meeting the Secretary or Acting Secretary of the Authority may declare the meeting adjourned to a stated time and place and shall cause a written notice of the adjournment to be given in the same manner as provided for special meetings unless such notice is waived as provided for special meetings. 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.

Any public hearing being held, or any hearing noticed or ordered to be held at any meeting may by order or notice of continuance be continued or re-continued to any subsequent meeting in the same manner and to the same extent set forth herein for the adjournment of the meetings; provided, that if the hearing is continued to a time less than 24 hours after the time specified in the order or notice of hearing a copy of the order or notice of continuance shall be posted immediately following the meeting at which the order or declaration of continuance was adopted or made.

Section 4.6 Meetings to be Open and Public. All meetings of the Board to take action or to deliberate concerning Authority 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 and Section 4.3 of these bylaws.

Section 4.7 Quorums. A majority of the members of the Board 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.

Section 4.8 Order of Business. At the regular meetings of the Authority, the following shall be the general order of business:

1. Roll Call
2. Approval of Minutes
3. Reports
4. Unfinished Business
5. New Business
6. Matters Not Appearing on the Agenda
7. Adjournment

Section 4.9 Parliamentary Procedure. The rules of parliamentary procedure set forth in Robert's Rules of Order shall govern all meetings of the Authority, except as otherwise herein provided.

## ARTICLE V

### AMENDMENTS

Section 5.1 Amendments to By-Laws. These by-laws may be amended by the Board at any regular or special meeting by majority vote, provided that a description of the proposed amendment to any particular section is included in the notice of such meeting.