EXHIBIT A

CARMEL VALLEY ROAD COMMITTEE BY-LAW GUIDELINES

1. Organization:
The Committee shall annually elect a chairperson, a vice-chairperson and a secretary.

2. Time and place of meeting:
The Committee shall establish a regular meeting schedule and the date, time and place to meet.

3. Quorum:
A quorum is defined as a majority of the members of the committee. Actions of the committee require a majority vote of the quorum.

4. Minutes:
Minutes shall be kept for each meeting.

5. Attendance:
Members are expected to attend a minimum of two-thirds of the regular scheduled meetings.

6. Committee Duties and Procedures:
   a. The Committee shall act on matters related to the CVTIP. The Committee shall not be used as a forum for discussion of matters not on the written meeting agenda or beyond the purview of specific Committee’s responsibilities.
   b. To ensure the integrity of this process, Committee members shall treat fellow members and members of the public in a respectful, and courteous manner.