

**Loch Lomond Marina Oversight Committee
Operating Guidelines and Procedures
Approved August 11, 2010**

I. Committee Name

- a. This committee shall be known as the Loch Lomond Marina Oversight Committee (hereinafter called the “Committee”) of the Pt. San Pedro Road Coalition (hereinafter called the “Coalition”).

II. Committee Objectives

- a. Conduct oversight on behalf of the Coalition and neighborhood communities of any demolition, preparation, surcharge and construction of the Village at Loch Lomond Marina project (hereinafter called the “Project”) as well as any constraints caused by the Project to the public access and use of the shoreline and marina.
- b. Act as the liaison between the Coalition and the City of San Rafael (hereinafter called the “City”), the marina property owners and any development or construction companies related to the Project, and represent the Coalition in any meetings with these entities.
- c. Act on behalf of communities along Pt. San Pedro Road regarding concerns and issues brought to the Committee related to the Project.
- d. Bring to the attention of the City and any other Project entities of any violations of the conditions established under any construction permits and monitor that they have been satisfactorily resolved.
- e. Bring to the attention of the City and any other Project entities any legitimate concerns related to negative impacts of the Project (such as noise or dust) on surrounding neighborhoods and work to resolve those issues.
- f. Provide timely information to the community on conditions at the Marina related to the Project and to public access. This information will be provided via postings on the Coalition website, using the Coalition email list, and any other means of communications that is deemed appropriate.

III. Committee Officers

- a. The officers of the Committee shall consist of a Chair or two Co-Chairs (hereinafter called the “Chair”), A Vice Chair (only if there is a single Chair) Secretary and, optionally, a Treasurer. If there is a Treasurer, the Secretary and Treasurer positions may be filled by one Member.
- b. Officers must be Members of the Committee.
- c. The Chair shall be appointed by the Coalition Board. The remaining officers shall be elected by a majority of the full membership of the Committee.
- d. A Chair may resign by written notice to the Coalition Board. An officer or Committee Member may resign by written notice to the Chair.
- e. If a Chair resigns or is removed by the Coalition Board, the Board shall appoint a replacement.
- f. Election of officers (exclusive of the Chair) shall occur when one of the following conditions are met:

- i. An officer shall have served in a given capacity for one year.
 - ii. A vacancy occurs (by resignation or any other situation).
 - iii. An officer is removed from office by a two-thirds vote of the full Committee membership.
- g. The duties of the Officers are:
 - i. Chair: Call Committee meetings, set meeting agendas and preside over those meetings. If there are two Co-Chairs, they shall divide the Chair's responsibilities between them as they see fit.
 - ii. Vice-Chair (only if there is a single Chair): Take on the responsibilities of the Chair in the absence of the Chair. Maintain knowledge of all Committee activities in order to be prepared to act as Chair.
 - iii. Secretary: Take summary minutes of Committee meetings and distribute these minutes to Members. Summary minutes consist of the meeting date and location, names of Members present, and any decisions made by the Committee. Retain the Committee Operating Guidelines and Procedures and maintain the Committee membership list.
 - iv. Treasurer (optional position): Maintain Committee financial records of the receipt and disbursement of funds related to Committee activities. Provide financial reports to the Committee membership as requested. Coordinate these records with the Coalition Treasurer.

IV. **Committee Membership**

- a. The Committee shall consist of a minimum of 3 Members and a maximum of 9 Members, inclusive of all officers.
- b. Membership requires the approval of the Chair and a majority vote of the full Committee membership, and is subject to the Committee's maximum size.
- c. Membership may be revoked by a majority vote of the full Committee membership.
- d. A Member may resign at any time by a written or e-mail notice to the Chair.
- e. It is understood that this Committee is a voluntary association of its Members and does not legally bind any Member to its actions or financial obligations.

V. **Committee Meetings**

- a. A Committee meeting shall be convened under one of the following conditions:
 - i. A meeting is called by the Chair
 - ii. A meeting is requested by 3 members of the Committee
- b. A quorum is present at a Committee meeting when more than 50% of the full Committee membership is present at that meeting.
- c. A Committee meeting may conduct business and vote on motions only if a quorum is present.
- d. A majority vote of the Members at a Committee meeting at which a quorum is present is sufficient to pass motions except where specifically defined otherwise in these bylaws.
- e. A meeting may be conducted with Members present in person or by conference call at that meeting.

- VI. **Committee’s Relationship to the San Pedro Road Coalition (“Coalition”)**
- a. This Committee is subordinate to, and reports to, the Coalition Board.
 - b. All funds related to the Committee shall be maintained in Coalition accounts and managed by the Coalition Treasurer.
 - c. The Coalition Board may override any action of the Committee, including election of officers, by a majority vote of the Coalition Board.
 - d. The Committee Chair, or their representative, shall report any proposed Committee action to the Coalition Board in a timely manner.
 - e. The Committee must have Coalition Board approval prior to taking any action that requires solicitation of funds, expenditure of funds, or that might jeopardize the tax-exempt status of the Coalition.
- VII. **Modification of the Rules and Operating Procedures**
- a. These Rules and Operating Procedures may be amended or modified by a two-thirds vote of the full membership of the Committee and approval of the Coalition Board.