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Amended as approved  
by the Board on November 04, 2025

## **HEALTH COUNCIL OF MARIN BYLAWS**

### **ARTICLE I**

#### **NAME**

The name of this organization shall be the Health Council of Marin (hereinafter referred to as "Council").

### **ARTICLE II**

#### **PRINCIPAL OFFICE**

The principal office of the Council shall be located in Marin County.

### **ARTICLE III**

#### **PURPOSE**

The purpose of the Council is to advise the Board of Supervisors and the Marin County Department of Health & Human Services on issues concerning public health and environmental impacts on public health, to advocate for the development and allocation of resources to assure quality and accessible health care, and to educate regarding issues affecting the health and wellbeing of citizens of Marin County.

### **ARTICLE IV**

#### **COUNCIL MEMBERS**

##### **Section I. Composition**

- a. The Council shall consist of no more than 11 members.
- b. The Council shall have broad-based representation of the County, including diversity of geographic location, age, and race/ethnicity, and shall include both consumers and providers of health services.
- c. No more than five members shall be current or retired health service providers.

## Section 2. Qualifications

- a. Eligibility for membership on the Council is based on a demonstrated interest in the purposes and activities of the Council.
- b. Members must either live or work in Marin County.
- c. Adults aged 18 years or older.

## Section 3. Selection and Term of Office

- a. The Board of Supervisors of Marin County shall appoint members to the Council to fill vacancies pursuant to these bylaws in accord with the procedures established by the Board of Supervisors and Government Code sections 54970, *et seq.*, as amended from time to time.
- b. Applications will be reviewed at a Council meeting and voted to move to interview at a subsequent meeting. The Council will then vote and submit the names of recommended individuals to the Board of Supervisors for appointment.
- c. Council members shall serve for a term of four (4) years and may be nominated for one successive term. Council members appointed to fill a vacancy shall serve out the unexpired term of their predecessor. A member serving more than half a term is considered to have served a full term to be counted towards the two-term limit.

## Section 4. Council Member Responsibilities

- a. Members are expected to attend all regular meetings of this Council. Members may miss three (3) regular meetings due to planned conflicts, illness, or other medical condition or illness in a 12-month period. Any additional absences will be reviewed by the membership. If a majority of members recommend termination of Council membership due to excessive absences, a final vote will occur at a subsequent meeting. If termination is thereby approved, the recommendation will be sent to the Board of Supervisors for their considered action.
- b. Council members may serve on ad hoc committees, serve as a liaison, or assume other responsibilities as may be requested by the Council.

## Section 5. Resignations

A Council member may resign upon giving written notice to the Chair of the Council, who will forward it to the Clerk of the Board of Supervisors.

## Section 6. Meetings

- a. Types of Meetings
  1. Regular meetings of the Council shall be held a minimum of eight (8) times a year. Notice of such meetings shall be sent

at least one week in advance. Meetings shall take place at the Marin Health and Wellness Campus on the third Tuesday of the month at 6:00 pm during designated meeting months. Any changes to the time, date, or location of the regular meetings will be publicly noticed.

2. Special meetings of the Council may be called by the Chair or the Vice Chair. Any special meeting of the Council shall comply with the requirements of Government Code section 54956 of the Ralph M. Brown Act, as amended from time to time.
3. The annual meeting of the Council shall be held in September for the election of the Chair and Vice Chair and for the transaction of other business.

b. Notice and Conduct of Meetings

Council and committee meetings shall be noticed and conducted in conformity with the Ralph M. Brown Act.

c. Quorum

A quorum is no less than a simple majority of the total current membership. Actions may be taken by a majority of the quorum.

Section 7. Compensation

Council members shall serve without compensation.

ARTICLE V

OFFICERS AND DUTIES

The officers of the Council shall be the Chair and Vice Chair.

Section 1. Election and Term

Officers shall be elected to a one-year term at the annual meeting of the Council or as needed. Neither the Chair nor the Vice Chair shall serve more than two consecutive terms in one office.

Section 2. Resignations

An Officer may resign at any time upon giving written notice to the Council.

Section 3. Vacancies

Should there be a vacancy in one or more officer positions, a special election will be held to fill the vacated position(s) at the next regular meeting. Such specially elected officers shall fill the designated vacancies until the annual election in September and shall be eligible for election into the office they are filling, or into other offices, at that time.

Section 4. Chair

The Chair shall preside at all meetings of the Council and, with input

from Council members, shall report on Council business at each meeting.

Section 5. Vice Chair

The Vice Chair shall preside at meetings in the absence of the Chair and shall, in case of vacancy in the office of the Chair, automatically assume the office of the Chair until the next election of officers.

ARTICLE VI

COMMITTEES

At times an ad hoc committee may be formed as determined by the Council. The purpose, Chair, and membership will be voted on by the Council. The Chair and/or Vice Chair can serve on any ad hoc committee.

ARTICLE VII

LIAISONS

Liaisons shall be encouraged with other County boards and commissions established by the Board of Supervisors for the purpose of advising them about health and related matters.

ARTICLE VIII

AMENDMENTS

These bylaws may be amended, from time to time as needs arise, by a majority vote of the full Council membership. Amended bylaws shall be approved by County Counsel prior to presentation to the Council and prior to final submission to the Board of Supervisors. Proposed amendments must be distributed at least 30 days prior to the Council meeting at which a vote is to be taken. Proposed amended bylaws will be sent to the Board of Supervisors for their consideration and final approval.

ARTICLE IX

NON-DISCRIMINATION AND EQUAL ACCESS

The business of the Council and its committees shall be conducted in accord with all applicable federal, state and county mandates and policies regarding non-discrimination and accessibility.

ARTICLE X

CONFLICT OF INTEREST

Each member of the Board shall comply with all applicable federal, state, and county conflict of interest mandates, including but not limited to those promulgated by the Fair Political Practices Commission and those described in Government Code sections 1090, *et seq.* Members of the Council shall avoid impropriety and the appearance of impropriety, and shall not use their appointed position to further their own financial/pecuniary gain or for another purpose not directly related to the governmental function they have been appointed to perform.

## ARTICLE XII

### PUBLIC STATEMENTS

Unless authorized as the designated spokesperson by the Council or as Liaison, an individual Council Member may not represent the Council before any other board, commission, outside agency, the press, the Marin County Board of Supervisors or the general public, on behalf of the Council.

Except as otherwise expressly provided by these bylaws, only the Chair of the Council, or designee, with approval of the majority of the Council and in accord with the Board of Supervisors, is authorized to issue formal statements on behalf of the Council or advocate any position adopted by the Council.

An individual Council member may not use or identify the individual's status and position as a Council member when advocating his or her personal opinion in the public forum.

## ARTICLE XIII

### PARLIAMENTARY AUTHORITY

The Council meetings shall be governed by Roberts Rules of Order, unless otherwise provided by these bylaws.