

**MARIN COUNTY COUNCIL OF MAYORS AND COUNCILMEMBERS
STAFF REPORT**

REPORT DATE: May 22, 2026
MEETING DATE: May 27, 2026

TO: Honorable Members Of The Marin County Council Of Mayors And Councilmembers
FROM: Stephanie Hellman, MCCMC President
SUBJECT: First Reading and Discussion of Recommended Amendments to the By-Laws of the
Marin County Council of Mayors and Councilmembers



The Ad Hoc Governance Subcommittee, consisting of MCCMC President Stephanie Hellman, MCCMC Vice President Gabe Paulson, Councilmembers Pat Eklund, Rachel Kertz, and Chantel Walker, has reviewed a range of by-law content enhancements to improve clarity, legal compliance, and administrative efficiency. Key topics informing the draft revisions include Brown Act language, quorum and proxy provisions, Executive Committee authority, administrative support structure, meeting logistics and host city responsibilities, and clearer rules for officer terms, standing committees, and regional appointments.

To inform the discussion and recommendations presented, the Subcommittee reviewed governance approaches used by Sonoma County, Contra Costa, and San Mateo comparator organizations to help identify practices that could strengthen MCCMC's structure while remaining appropriate to its existing role and organization.

The Draft By-laws will be presented for first review, discussion, and introduction at the May 27, 2026 MCCMC meeting, with a final document presented for second reading and possible adoption by the membership at the June 24, 2026 MCCMC meeting.

Attachment:

1. Draft of Recommended Amendments to By-laws, with suggested updates in redline

The following redlined MCCMC Bylaws reflect proposed revisions and additions developed by the MCCMC Bylaw Subcommittee, formed in February 2026, and presented for first reading on May 27, 2026.

- strikethrough = deletions
- **bold** = additions

MARIN COUNTY COUNCIL OF MAYORS AND COUNCILMEMBERS

BY-LAWS (Redlined Draft)

Effective: March 28, 2018 (as amended)

ARTICLE I: Name

Section 1. The incorporated cities and towns of Marin County, California, hereby form “THE MARIN COUNTY COUNCIL OF MAYORS AND COUNCILMEMBERS”, hereinafter referred to as the “COUNCIL” as **“MCCMC”**.

ARTICLE II: Purpose

Section 1. The ~~COUNCIL~~ **MCCMC** formed to:

a. Promote cooperation and good working relationships between the governments of all the cities, the County government, and the governing bodies of autonomous special districts.

b. Develop and maintain cooperation and understanding between the cities and the State and Federal governments.

c. Promote inter-city cooperation by:

1. Assembling information to help in the solution of mutual problems.
2. Supporting legislation beneficial to member cities.
3. Studying means of improving municipal services.
 - d. Promote “home rule” for each member city. Resist State and Federal preemption of city responsibilities by providing effective local leadership through active legislative efforts.
 - e. Serve as the agency through which the cities of Marin County, acting in concert, select their representatives to various statutory bodies or advisory groups.

f. Foster and disseminate knowledge relating to municipal government by all appropriate means and arouse greater interest and more active consciousness among the members.

Section 2. The ~~COUNCIL~~ **MCCMC** shall not support or endorse any candidate for public office.

ARTICLE III: Membership/Dues

Section 1. Regular members of the ~~COUNCIL~~ **MCCMC** shall consist of the Mayors and Councilmembers of each city in Marin County.

Section 2. Advisory members shall be the duly appointed city managers or administrators of each city in Marin County, **as well as members of Marin County Board of Supervisors.**

Section 3. Annual dues shall be due **from regular members** and payable after the adoption of the ~~COUNCIL~~ **MCCMC** budget in September.

Dues can be modified by simple majority vote of the membership (OR two-thirds (2/3) vote following recommendation by treasurer)

ARTICLE IV: Officers

Section 1. There shall be two officers, namely, a President and a Vice-President. Nominations shall be open and taken from the floor at the May meeting, and election of President and Vice-President shall be held each year at the June meeting, for a one-year term beginning July 1, according to procedures outlined in Article VIII, Sec. 1.

The President and Vice-President shall each serve one-year terms. No formal term limits are established; however, rotation among member cities is encouraged to promote shared leadership.

a. President: Duties of the President are to prepare a budget, to coordinate and plan business portions of the meetings, preside over meetings and sign correspondence authorized and directed by the ~~COUNCIL~~ **MCCMC.**

b. Vice-President: The Vice-President shall perform the duties of the President in the absence of such officer.

Section 2. Secretary/Treasurer:

a. A Secretary/Treasurer will be appointed by the President each year. A Secretary/Treasurer will be appointed by the President and the MCCMC executive team.

The Secretary/Treasurer function shall be fulfilled by a paid, part-time contractor retained by the ~~COUNCIL~~ MCCMC, subject to approval of the membership and consistent with the adopted budget.

b. Duties of the Secretary/Treasurer are to prepare the business agenda of the meeting, record the minutes, prepare correspondence authorized and directed by the ~~COUNCIL~~ MCCMC for the signature of the President, handle correspondence addressed to the ~~COUNCIL~~ MCCMC, maintain and be responsible for the official minutes and financial records of the ~~COUNCIL~~ MCCMC and perform other duties as required.

Section 3. Vacancy: In the event a vacancy occurs in any office, such vacancy shall be filled by election at the next regular meeting of the ~~COUNCIL~~ MCCMC. The person elected to fill such vacancy shall hold office for the remainder of the term.

ARTICLE V: Committees/Authority Assignments

Section 1. Standing Committees:

- a. Legislative Committee: The Legislative Committee shall consist of a Councilmember from each of the member cities, chosen by their respective City Councils, one city manager and one alternate city manager. Its duties shall be to review pending Federal and State legislation affecting cities and to take a position on the legislation consistent with a vote of the majority of the committee and the authority given the committee by MCCMC policies.
 - b. **Leadership:**
Chairs and Vice-Chairs of standing committees shall serve one-year terms and are encouraged to rotate among member cities.
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Section 2. Executive Team:

The "Executive Team" shall consist of the President, Vice-President and the most immediate Past-President who is a member.

It shall serve in an advisory capacity to the President to help plan and organize the activities of the COUNCIL.

It shall serve in an advisory capacity to the President and is authorized to act on routine administrative and fiscal matters following adoption of the annual budget, including approvals necessary to implement Council-directed activities, provided such actions are reported to the full ~~COUNCIL~~ **MCCMC** at the next regular meeting.

Section 3. Mayors Select Committee:

The Mayors Select Committee shall consist of the Mayor, or his/her designated representative from among each member's council, from each of the member cities and the Executive Committee of MCCMC.

City Selection Committee shall consist of the Mayor, or their designated representative from among each member's council, and the Executive Team of MCCMC, and shall serve pursuant to California Government Code §50270.

Its duties will be to form a consensus on and a recommended advocacy action for citywide and/or regional issues that directly and immediately affect all member cities and for which there is no other appropriate forum. ~~The Mayors Select Committee shall also perform the functions of the City Selection Committee (relating to certain appointments and nominations) and under the powers vested by and~~ Pursuant to Cal. Gov't Code §50270 et seq. The City Select Committee shall meet annually in April or at the first reasonably convenient time thereafter, and its Chair will be the President of MCCMC. Executive Committee members may be present but may not cast votes on City Selection Committee matters except when designated as described above. The President of MCCMC will report on the actions or recommendations of the Mayors Select Committee at the next regularly scheduled meeting of the ~~COUNCIL~~ **MCCMC** and shall call for a full vote of any recommended advocacy actions.

Proxy Voting: A Mayor may designate another councilmember from their city as a proxy to vote on their behalf at meetings of the ~~COUNCIL~~ MCCMC or City Selection Committee, provided such designation is submitted in writing to the Secretary/Treasurer at least 24 hours in advance of the meeting. No off-site proxy voting (ie cast via email) shall otherwise be permitted. Any councilmember present may cast the vote for their city in the absence of the Mayor if no proxy has been designated.

A schedule of regional appointments will be published on the MCCMC website and via meeting packet in September of each year.

Section ~~2~~ 4. Appointments – Other Committees/Commissions:

All appointments of individuals to represent Marin County Council of Mayors and Councilmembers shall be by nomination and approved by the membership at a regularly scheduled monthly meeting.

Appointments shall specify fixed terms (typically two-year or four-year terms). While reappointment is permitted, the ~~COUNCIL~~ MCCMC is encouraged to solicit new letters of interest at the conclusion of each term to promote broad participation.

~~Section 3.~~ MCCMC appointees shall make periodic reports to the MCCMC.

Section 5. Ad Hoc Committees:

Ad hoc committees may be formed by vote of the ~~COUNCIL~~ MCCMC to perform a specific task not within the designated function of a standing committee and is dissolved when the task is completed and the final report is given. Ad hoc committees function to investigate a matter (requiring a representative from each member) or carry out a task (requiring only those in favor of the COUNCIL's task) as directed by the ~~MCCMC~~ MCCMC. The Chairs and Vice Chairs of the ad hoc committees shall be selected by the committees themselves at their first meetings.

Ad hoc committees are intended for time-limited, with the expressed purpose of a defined deliverable or tasks and shall not exercise ongoing administrative or fiscal authority reserved to the Executive Committee or full ~~COUNCIL~~ MCCMC.

ARTICLE VI: Selection of Representatives

Section 1. The MCCMC's selection of its officers and of appointees to the County, regional, and other bodies, shall be governed by the following procedure:

a. When an election is to be held or when an appointment is to be made, letters of candidacy will be received through the President, who will transmit names of candidates to member cities. A complete list of candidates will be sent to each member city prior to the meeting at which the selection of a representative or appointee is made.

b. In the event no member seeks an appointment, the President will seek out candidates for the position.

c. Nominations may be made:

1. Through the Executive Team
2. By a member of the COUNCIL from the floor at the meeting when the selection is made.
3. No nominations from the floor will be accepted at a prior meeting.

Appointments shall include clearly defined term lengths and expectations for reporting back to the ~~COUNCIL~~ MCCMC.

Section 2. A list of appointments by MCCMC, as well as the Commissioners and Committee Representatives appointed by the Board of Supervisors from submissions by MCCMC, and other appointments will be published annually by the Secretary and included in the materials provided to the membership, showing the term(s) of each appointee.

ARTICLE VII: Meetings

Section 1:

There shall be at least nine regular meetings of the MCCMC each year. Regular meetings shall be held on the fourth Wednesday of each month unless a change in meeting date is approved by a majority vote of the member cities at the regular MCCMC meeting. Meetings shall be rotated among the member cities.

There shall be eight regular meetings of the ~~COUNCIL~~ MCCMC each year. Meeting dates shall be established annually. Regular meetings shall be held on dates determined by the MCCMC unless modified by majority vote.

Meeting locations shall be identified and reserved in advance, and host cities shall be solicited at the end of each calendar year for the following year.

Host City Responsibilities:

The designated host city shall coordinate meeting logistics, including speakers, catering (with preference for local businesses), and welcoming remarks by the Mayor. Hosting is intended to encourage participation by local staff and strengthen community connection.

Section 2. Special meetings may be called upon the request of a majority of the cities to the President of the ~~COUNCIL~~ **MCCMC**. Notice and a proposed agenda shall be provided all members at least one week in advance of a special meeting.

Section 3. All meetings shall be open to the public and comply with the spirit of the Ralph M. Brown Act.

All meetings shall comply with the Ralph M. Brown Act, including applicable notice, agenda, and public participation requirements.

Section 4. The conduct of the meetings shall be governed by Rosenberg’s Rules of Order where the question at issue is not determined by these By Laws.

Section 5. Within six months prior to an election a declared candidate for public office shall not be a featured speaker at a MCCMC meeting. Within three months prior to an election, a representative of any ballot initiative shall not be a featured speaker at a MCCMC meeting.

Section 6. Attendance and RSVP

Members shall RSVP at least two (2) weeks prior to each meeting, indicating whether attendance will be in person or via remote participation, to support quorum planning and catering arrangements.

ARTICLE VIII: Voting

Section 1. Each member City shall have one vote. Voting may be by voice vote, unless a roll call vote is requested by any individual Councilmember. In a roll call vote, the representatives in attendance from each member city shall collectively cast the vote for their city. In the case of a policy issue, roll call votes shall be cast verbally. In the event of a committee, board, or other open seat sought by more than one councilmember, the vote may be cast by ballot, one ballot per city. The MCCMC Secretary will collect the ballots, tabulate them, and announce the tabulated result. City ballots will be available at the end of the meeting for viewing by any MCCMC member. A majority of the votes cast shall be necessary for a decision.

Section 2. Advisory members shall be given the right to speak on any question but shall not have voting privileges or the right to make a motion.

Section 3. Quorum:

Attendance at a duly called meeting by at least one Councilmember from each of a majority of the member cities shall constitute a quorum for the transaction of all business of the MCCMC.

Attendance at a duly called meeting by representatives of a majority of member cities and a minimum of six (6) individuals physically present shall constitute a quorum for the transaction of all business of the ~~COUNCIL~~ MCCMC.

ARTICLE IX: Amendments

To amend the bylaws, a proposed amendment must:

1. be introduced at a regular meeting, at which it cannot be enacted; and
2. be noticed in writing and mailed to the entire membership at least 10 days prior to a subsequent regular meeting at which it has been agendized for enactment; and
3. be approved by two-thirds of the member cities at the noticed meeting.