

**BYLAWS  
OF  
LA JOLLA COASTAL ACCESS AND PARKING BOARD**  
(Amended and Restated 9/6/2011)

Article I

- Section 1. Official Name. The official name of this organization is the LA JOLLA COASTAL ACCESS AND PARKING BOARD, the voting members of which are hereinafter referred to as the Board.
- Section 2. Activities. All activities of the Board shall be conducted in its official name and shall be nonpartisan, nonsectarian and nondiscriminatory.

Article II

- Section 1. Purposes. The "draft" statement dated April 22, 1993 and the memo dated April 26, 1993 both written by the Transportation and Land Use Committee Consultant, approved by the San Diego City Council under Resolution R-282102 and thereafter approved by the California Coastal Commission on August 13, 1993, define the La Jolla Coastal Access and Parking Plan (Plan) and its purposes and are incorporated by reference herein.
- Section 2. Amendment to the Plan. From time to time, as changing conditions warrant, the Plan may be amended by the California Coastal Commission.

Article III

- Section 1. Funding. The funds for the implementation of the Plan are primarily derived from developer impact fees collected by the California Coastal Commission. Funds from other sources are acceptable.
- Section 2. Expenditures. Expenditure or investment of all funds is determined by Board action toward the implementation of the approved Plan (Ref. Article II. Sec. 1) Expenditures less than One Hundred Dollars (\$100) do not require Board action. Previously authorized, ongoing expenditures may be brought forward in a consent agenda each month.
- Section 3. Utilization of Funds. It is the obligation of the Board to manage its funds in a manner such that annual expense does not exceed annual income.
- Section 4. Fiduciary Agent. The Board shall appoint a fiduciary agent to disburse funds and otherwise provide for the banking needs of the Board. The agent shall be a non-profit organization incorporated in the State of California and recognized by the City of San Diego. Funds held by the agent on behalf of the Board shall not be

commingled with the agent's other funds. The fiduciary agent shall provide a monthly statement of all accounts to the Board.

Section 5. Signature. All checks must be signed by two Board members. Addition or deletion of names on the bank signature card requires Board action. Two of the signatures shown on the bank signature card must be used on all checks, savings account withdrawals and Certificate of Deposit changes. Changes to the bank signature card must be approved by the Board.

Article IV

Section 1. Offices. The principal office for the Plan shall be located in La Jolla, California.

Article V

Section 1. Members. The Board shall be composed of 9 voting members. three each appointed by the La Jolla Town Council, La Jolla Village Merchants Association (BID), and the La Jolla Community Planning Association in accordance with their bylaws.

Section 2. Term of Appointment. The term of appointments to the Board shall be two years provided that a term of more than one year is acceptable to the appointing community group, and shall commence in June.

Section 3. Absences. If any member shall have three consecutive unexcused absences per year. The Board shall request a new appointee from the appropriate sponsoring group.

Article VI

Section 1. Meetings. The Board shall schedule regular monthly meetings at a convenient location open to the public located in La Jolla, California. Meetings, except those dealing with personnel or litigation, shall be open to the public in accordance with the Ralph M. Brown Act.

Section 2. Rules of Order. The source of parliamentary authority shall be the newly revised version of Robert's Rules of Order and shall govern all issues pertaining to the Board which are not directly addressed in these bylaws.

Section 3. Special Meetings. Special meetings of the Board may be called by two Officers or any three Board members. Special meetings shall be properly noticed and take place in a location available to the public.

Section 4 Notice. Agenda of a regular or special meeting shall be posted at the location of the meeting not less than seventy-two (72) hours prior to the meeting. Notice of

meetings of the Board shall also be given at the regularly scheduled meetings of the sponsoring groups.

Section 5 Voting. A quorum of the Board shall be the majority of its members. There shall be no cumulative or proxy voting. All board actions must be approved by five (5) Board members.

#### Article VII

Section 1. Conflict of Interest. Board members shall receive no compensation. No act of the Board may provide any direct financial advantage to any Board member or to any Trustee or Board member of the appointing groups.

Section 2. Personnel. The Board may hire employees and consultants for promotion, planning, oversight, implementation, or monitoring of the Plan. Each employee of the Board shall have a complete job description in place with performance reviews at a minimum of once per year.

#### Article VIII

Section 1. Officers. Election of officers shall take place at the July meeting of each year. Officers may be replaced by a majority vote of the Board.

Section 2. Chairperson. A Chairperson shall be elected each year. Duties of the Chairperson shall include presiding at the meetings, preparation of the agenda, appointment of committees and providing leadership in pursuit of the Plan's goals. A sub-committee may be suggested by the Chairperson or by the Board and approved by the Board to investigate specific topics. The function of such a sub-committee is advisory only, with any action to be taken by the Board. The term of all sub-committees must be renewed each year at the July meeting of the Board.

Section 3. Treasurer. A Treasurer shall be elected each year. Duties of the Treasurer shall include oversight of all fiscal matters including a monthly financial report to the Board and other duties as requested by the Chairperson.

Section 4. Secretary. A Secretary shall be elected each year. Duties of the Secretary shall include oversight or preparation of correspondence, meeting minutes and other similar duties as requested by the Chairperson.

#### Article IX

Section 1. Bylaws. These bylaws may be amended by a two-thirds vote of the Board. Such amended bylaws shall take effect immediately unless otherwise proscribed. Amended bylaws shall be presented to the three sponsoring groups as an information item.

Article X

Section 1. Scope of Document. The foregoing nine (9) Articles completely describe the bylaws of the La Jolla Coastal Access and Parking Board.

CERTIFICATION OF ADOPTION OF BYLAWS

The undersigned hereby declares:

I am the duly elected Chairperson of the La Jolla Coastal Access and Parking Board;

The foregoing Bylaws were submitted to and ratified unanimously by the Members of the Board at their regular meeting on September 6, 2011.

  
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Joseph LaCava  
Chair, La Jolla Coastal Access and Parking Board