



**Santa Barbara County Regional Climate Collaborative
By-Laws (Adopted June 2022)**



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1. ABOUT THE COLLABORATIVE

2. THE CHALLENGE

The Need for Regional Collaboration on Climate Change

Climate change is threatening our quality of life and exacerbating economic, social and environmental challenges across the Santa Barbara region.

No one jurisdiction or organization can overcome the scale of the climate crisis, and addressing it will require transformative change at the individual, community, institutional and regional scale. While most institutions recognize the fluidity of climate change impacts and solutions, they are not naturally structured or organized to work beyond their boundaries.

Organizing at the regional level can leverage solutions that may not be possible for individual jurisdictions, due to their location, size or capacity. Accelerating the reduction of harmful carbon emissions while adapting to the effects of climate change, requires an all-hands approach from the entire Santa Barbara County region.

1. Vision

A carbon neutral, climate-resilient, prosperous and equitable Santa Barbara County.

2. Mission

The Santa Barbara County Regional Climate Collaborative's purpose is to build local capacity to advance regional scale solutions to the climate crisis and enhance resilience.

3. Functions

- **Connect** diverse partners to build relationships, exchange ideas and learn from each others' experiences
- **Leverage** and share resources (funding, knowledge, people, power) to coordinate strategies and launch joint initiatives that advance regional climate solutions
- **Advance equity** by lifting up community needs, strengths and ideas through thoughtful and empowering community engagement
- **Champion** policies, programs and projects that recognize the regional nature of climate change impacts and solutions

4. Existing Context: A "Collaborative" Within a Collaborative

Santa Barbara County currently exists within an established regional climate collaborative; the Central Coast Climate Collaborative (4C) is a membership organization fostering a network of local and regional community leaders throughout six Central Coast counties to address climate change mitigation and adaptation. 4C aims to engage all communities throughout the region to help ensure a resilient and low-carbon Central Coast prepared for the impacts of climate change.



Given the wide swath of territory covered by 4C, and the limited capacity of local jurisdictions and stakeholders to participate in a larger collaborative, the Santa Barbara Regional Climate Collaborative proposes to form as a sub-regional activity within the 4C area. The Santa Barbara Regional Climate Collaborative would be a member of 4C, representing the interests and needs of its members and region to 4C, but would retain its autonomy to direct its own activities that best serve its members, coordinating with and leveraging the resources and activities of 4C. Individual jurisdictions may be members of both collaboratives as they see fit.

5. **ORGANIZATION**

The Collaborative is not about regional governance; instead, it works as a cooperative network to benefit its member organizations. For ease of formation and administration, and to maintain flexibility, the Collaborative is structured as an unincorporated membership association made up of entities representing regional interests that are involved in policy and decision-making related to climate change or influence how the region responds to climate change. The County of Santa Barbara provides fiscal and administrative support for the Collaborative.

5.1. **By-Laws**

These By-Laws were adopted by a simple majority of the Steering Committee, and certified by the Steering Committee Chair. The Certification of By-Laws is available in Appendix E. The By-Laws shall govern the scope and abilities of the Steering Committee, as hoc committees and the roles and relationship with the County, and the membership.

5.2. **By-Law Amendments**

The By-Laws may be amended by the Steering Committee. The Steering Committee must provide draft amendments to the general membership for public comment for a period of 14 days. The Steering Committee has the authority to accept, amend or reject public comments. A majority vote is required to approve at a regularly scheduled meeting or a special meeting. Amendments to the By-Laws are approved by a simple majority of the Steering Committee. The Chair shall certify By-Law Amendments.

5.3. **General Membership**

Membership in the Collaborative shall be open to any legal entity representing a regional interest in climate mitigation and adaptation action that are located in or operate within Santa Barbara County. All members are eligible for the Steering Committee and Subcommittees, except where Conflicts of Interest may apply. Members shall have an opportunity to provide input and recommendations into the Collaborative Strategic Plan. All members must submit an application and pay dues according to the schedule in Appendix A. Membership benefits are listed in Appendix B.



5.4. Membership Representative

An entity shall designate at least one primary representative and contact. There are no limits to the number of representatives from any entity.

5.5. Designated Representative

Cities may designate a representative that is not a city staff person or elected representative. A designated representative must be authorized by submitting an authorization letter from a city staff person or elected representative on official letterhead to the Steering Committee.

5.6. General Meetings

General meetings shall take place bi-annually. General meetings are free and open to all members in good standing (current dues are paid). Non-members may attend by paying event registration fees, established by the Steering Committee. General meetings are intended to afford members an opportunity to network and learn from one-another about projects and initiatives taking place throughout the region. Members shall also receive an update on the Collaborative's programmatic work. The Manager shall set an agenda, with the input of the members. Agendas shall be posted on the website by the Manager at least one week prior to the meeting date. Meeting minutes shall be taken by staff and made available to the members and the general public on the website in a timely manner. Should a vote be necessary, only members in good standing may vote at General Meetings.

5.7. Conflict of Interest

The Steering Committee retains the right to refuse membership to any entity that the Committee reasonably believes has interests that are inconsistent with or adverse to the Collaborative's interests. The Steering Committee retains the right to require recusal of for-profit and nonprofit members in which future contract work opportunities may be discussed.

6. Steering Committee

The Steering Committee provides strategic direction and general oversight for the Collaborative. The Steering Committee is responsible for general governance of the Collaborative; oversees the work activities of the Collaborative, including, but not limited to, regular communication with the Manager and/or contractors of the Collaborative; and, examines and reviews the Collaborative's performance, according to the metrics in the Strategic Plan.

The Steering Committee members shall carry out any or all of the following functions in order to further the Collaborative's mission and goals:

- Attend each Steering Committee meeting, missing no more than two meetings in a year



- Provide oversight to Collaborative management, general administration and fiscal management
- Speak on behalf of the Collaborative in their respective organizations, sectors and regions
- Develop the Collaborative's Strategic Plan and Work Plans, in partnership with the Manager
- Recruit new members
- Elect Officers of the Steering Committee
- Establish subcommittees as needed
- Solicit funds through grants, donations, in-kind contributions, sponsorships & partnerships
- Approve participation of the Collaborative in grant proposals and collaborative projects
- Approve the selection of contractors and vendors
- Adopt Approve the annual budget and the annual membership dues
- Amend the By-Laws as needed

6.1. Steering Committee Membership

The Steering Committee shall be composed of members who are based in or have relevant work in Santa Barbara County and are in good standing. The Steering Committee should strive to cultivate and maintain a diversity of members that represent various regions, industries, institutions and populations. The Committee shall be comprised at minimum of the following:

- (1) County of Santa Barbara
- (3) City governments (North and South County representation should be encouraged, unless there is no interest or capacity within the cities.)
- (1) Equity Advisory & Outreach Committee member
- (4) Open seats

A maximum of two entities from each sector may be represented. The sectors are: 1) special districts; 2) higher education; 3) non-profits; 4) business and business associations; 5) community based organization; 6) state agencies; 7) tribal governments

6.2. Alternate Representatives

Steering Committee Members may designate alternate representatives to participate in meetings.

6.3. Officers

The Officers of the Steering Committee shall be elected by a majority vote of the Steering Committee. There shall be, at minimum, a Chair, Vice Chair, and Immediate Past Chair. Each officer of the Steering Committee holds his or her seat for the term of two years, with the option for re-election. There are no limits to the number of times an entity or person can serve as an officer.



- Chair – The Chair is the “voice” of the Collaborative, and unless decided otherwise by the Steering Committee, represents the Collaborative at meetings, hearings, panels, and other public events. The Chair and the Vice Chair of the Steering Committee shall set the agenda, convene and lead meetings of the Steering Committee. The Chair shall convene and lead meetings of the Steering Committee. The Chair may also appoint the Manager as a Chair Pro Tempore for purposes of convening meetings of the Steering Committee.
- Vice-Chair – The Vice-Chair shall serve in lieu of the Chair when the Chair is unable to perform her/his duties.
- Immediate Past Chair
- Secretary – The Secretary takes minutes during meetings. Submits draft minutes to the Steering Committee for approval.
- Communications & Membership Chair – The Communications & Membership Chair coordinates Collaborative-wide and public-facing communications; recruitment materials and speaking opportunities.
- Subcommittee Liaison - At least one Steering Committee member shall serve as a liaison and participate in each Subcommittee. The participating member shall provide guidance, input and feedback to the Subcommittees as needed. The participating member shall provide updates on Subcommittee activities and progress to the Steering Committee, when the Subcommittee Chairs are not present.

6.4. Terms

Membership Terms shall be two years, with incumbents having the option to remain seated. Elections to the Steering Committee shall take place every year for the available seats. .

6.5. Election Process

To be a Steering Committee Member, an entity shall be a Member in good standing; nominated by a fellow Member or themselves through an application form; and, confirmed by a majority vote of the voting members. Elections shall take place on an annual basis in the month of June. Nominations or applications shall be submitted by members at least 14 days prior to elections. The election shall be set up in an electronic format by the Manager. The incumbent members shall review and select the new members to be seated.

6.6. Quorum

A quorum for purposes of a Steering Committee Meeting shall be at least five (5) members. Unless otherwise stated, a majority vote of the Steering Committee members in attendance shall govern decisions and actions taken by the Steering Committee.

6.7. Meetings



All regular Steering Committee meetings are open to the public. The Steering Committee shall meet monthly on a set schedule. Steering Committee Meetings shall be led by the Steering Committee Chair. The Chair shall set an agenda, with the assistance of Steering Committee members, Vice Chair and the Manager. Agendas shall be posted on the Collaborative website by the Manager at least two days prior to the meeting date. The Manager shall give an update on Collaborative activities and related business. Meeting minutes shall be taken by the Manager and made available to the Collaborative members and the general public on the Collaborative website in a timely manner, following approval by the Steering Committee.

7. Equity Advisory & Outreach Committee

The Equity Advisory & Outreach Committee (EAOC) was initially formed by the County to advise its projects under the One Climate Initiative. The EAOC and Steering Committee mutually agreed to integrate the EAOC as a permanent committee of the Collaborative. The EAOC shall provide advisory and outreach support to the Steering Committee and subcommittees, local agencies and organizations, as well as advance initiatives determined by the EAOC.

7.1. Membership

The EAOC shall be composed of individuals and organizations that serve or represent communities or populations that are underrepresented, marginalized and/or under-resourced. There is no limit to the number of members. The following marginalized populations categories as described by the State Governor's Office of Planning & Research will be used to determine stipend eligibility.

- Low-income
- Non-English speaking
- Non-US Citizens
- People of color
- LGBTQ
- Youth or Elderly
- People with disabilities
- People experiencing homelessness
- Outdoor workers
- Indigenous People, Native Americans and Tribal Nations

7.2. Alternate Representatives

EAOC Members may designate alternate representatives to participate in meetings.

7.3. Officers

The Officers shall be elected by a majority vote of the EAOC. There shall be, at minimum, a Chair, Vice Chair, and Immediate Past Chair. Each officer of the Steering Committee holds his or her seat for the term of two years, with the option for re-election. There are no limits to the number of times an entity or person can serve as an officer.



- Chair – The Chair is the “voice” of the EAOC, and unless decided otherwise by the Steering Committee, represents the EAOC at meetings, hearings, panels, and other public events. The Chair and the Vice Chair of the Steering Committee shall set the agenda, convene and lead meetings of the Steering Committee. The Chair shall convene and lead meetings of the Steering Committee. The Chair may also appoint the Manager as a Chair Pro Tempore for purposes of convening meetings of the Steering Committee. The Chair shall also be a member of the Steering Committee or may designate another EAOC member to serve on the Steering Committee.
- Vice-Chair – The Vice-Chair shall serve in lieu of the Chair when the Chair is unable to perform her/his duties.
- Immediate Past Chair

7.4. Terms

Each member of the EAOC holds his or her seat for the term of two years, with the option for renewal. There are no limits to the number of times an entity or person can serve as an EAOC member.

7.5. Stipend

EAOC members may be eligible to receive a stipend. Committee members must have personal or professional community connections to at least one marginalized population category, listed under Membership. Guidance for applying and receiving the stipend shall be provided in the EAOC webpage.

7.6. Membership Application Process

The EAOC, with the support of the Manager, shall periodically solicit applications for new members. Applications shall be reviewed and recommended by a subcommittee of members to be selected by the full EAOC, by a majority vote of voting members.

7.7. Dues

Members of the EAOC, if eligible, are obligated to pay membership dues. Members of the EAOC are eligible to apply for exemption from paying membership dues based on economic hardship. Members that regularly attend meetings and participate will be considered in good standing.

7.8. Meetings

All regular EAOC meetings are open to the public. The EAOC shall meet bi-monthly on a set schedule. Meetings shall be led by the EAOC Chair. The Chair shall set an agenda, with the assistance of Vice Chair and the Manager. Agendas shall be made available on the Collaborative website. Meeting notes shall be



taken by Collaborative staff and made available to the Collaborative members and the general public on the Collaborative website in a timely manner.

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8. Subcommittees

Subcommittees may be established by the Steering Committee to address specific topic areas and/or practices. There is no limit to the number of subcommittees, so long as they can be adequately resourced by elected officers and supported by the Manager. Topic areas may include, but are not limited to: energy, water, transportation, waste, equity, climate change, resilience, etc. Practices may include, but are not limited to: joint procurement, regional planning, coordinated outreach & education campaigns, rural/urban connections, etc. Subcommittees shall carry out any or all of the following functions in order to further the Collaborative's mission and goals, and the Subcommittee's specific topic area and/or practice:

- Identify specific challenges within the topic area or practice that would be best addressed through a regional collaboration
- Solicit technical assistance & funding
- Conduct in-depth analysis, stakeholder engagement and develop recommendations
- Draft, pilot and launch programs, policies and projects
- Develop tools and resources
- Make recommendations to the Steering Committee

8.1. Establishing a Subcommittee

Subcommittees can be created in two ways. The Steering Committee shall identify and prioritize areas in which to establish Subcommittees. With support of the Manager, the Steering Committee shall issue a call for proposals to solicit prospective and existing members to establish and lead the Subcommittee.

The Collaborative Manager shall also create and maintain a Subcommittee proposal form. Any member in good standing may propose the creation of a Subcommittee on a rolling basis. The proposal should contain the following elements:

- Description of the climate action or adaptation challenge
- Explanation or theory as to why the challenge has not been appropriately or adequately addressed
- Specific description of the potential solution, resource, opportunity and value the Subcommittee would provide to the addressing the challenge
- Suggestions/Nominations for Subcommittee Officers and participants

The Steering Committee shall review and consider the Subcommittee proposal during a regularly scheduled meeting or a special meeting. The Proposer shall provide a presentation to the Steering Committee for questions and discussion during the meeting.



The Steering Committee shall approve the creation of a Subcommittee by a simple majority vote.

8.2. Subcommittee Membership

Membership to Subcommittees is open to all collaborative members. There is no membership limit.

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8.3. Alternate Representatives

Subcommittee Members may designate alternate representatives to participate in meetings.

8.4. Officers

For each subcommittee, there shall be, at minimum, a Chair and a Vice Chair. Each officer of the Subcommittee holds his or her seat for a term of two years, with the option for re-election.

- Chair – The Chair of the Subcommittee shall set the agenda, convene and lead meetings of the Subcommittee. The Chair shall participate in Steering Committee meetings at least quarterly or as needed to provide regular updates and receive guidance.
- Vice-Chair – The Vice-Chair shall serve in lieu of the Chair when the Chair is unable to perform her/his duties.

8.5. Terms

The Chair and Vice-Chair of the Subcommittee holds his or her seat for the term of two years, with the option for re-election. There are no limits to the number of times an entity or person can serve as an officer.

8.6. Election Process

The officers of the Subcommittee shall be elected by a majority vote of the Subcommittee membership. To be a Chair or Vice Chair, an entity shall be a Member of the Collaborative; nominated by a fellow Member or themselves; and, confirmed by a majority vote of the Subcommittee membership. Elections will be held on the second-to-last meeting before the end of the term of the current officer.

Outgoing officers should use the last meeting of their term to transition the role to the incoming officers.

8.7. Meetings

Subcommittees shall meet on a regular schedule. Subcommittee Meetings shall be led by the Subcommittee Chair. The Chair shall set an agenda, with the assistance of the Subcommittee Vice-Chair and the Manager. Agendas shall be posted on the Collaborative website by the Manager at least one week prior to the meeting date. Meeting minutes shall be taken by Collaborative staff and



made available to the Collaborative members and the general public on the Collaborative website in a timely manner, after review by the Subcommittee Chair and Vice-Chair. Distribution of the Subcommittee meeting minutes is part of a clear and transparent process to keep members informed related to Collaborative's decision-making, work program, funders, budget setting, and strategic planning processes.

Subcommittee meetings are open to collaborative members in good standing. Some subcommittee meetings may be open to the public on a limited basis as determined by the Subcommittee Chair.

8.8. Deliverables

Subcommittees shall prepare a draft Statement of Purpose to be approved by the Steering Committee. The Statement of Purpose shall include: Problem Statement, Purpose, Functions, Ideal Participants & Stakeholders.

9. Administration

9.1. The Collaborative is administered by the Sustainability Division of the County of Santa Barbara. The Sustainability Division provides funding, coordination and financial management in service of sustaining the Collaborative. Because the Collaborative is administered by the County, the Collaborative must comply with the County rules and regulations governing procurement, grants, contracting, lobbying, donations and work products.

9.2. Collaborative Manager

The Manager is appointed by the County and will provide executive function and day-to-day oversight of the Collaborative operations. The Manager will provide administrative support to the Steering Committee and will facilitate technical support from subject matter experts as needed. The Manager may also assist with pursuing funding opportunities to sustain the Collaborative. The Manager facilitates and may participate in the Steering Committee or subcommittee meetings, but does not hold an Officer role nor has voting privileges.

The Manager receives guidance and feedback from the Steering Committee, and supports the Collaborative's achievement of its mission and financial objectives. The Manager supports the Chair as necessary, and may represent the Collaborative at meetings, hearings, panels, and other public events. In pursuing these goals, the Manager shall be responsible for:

- Steering Committee Administration and Support
- Program and Service Delivery
- Financial Management
- Fundraising
- Contract & Volunteer Management
- Community and Public Relations



10. Strategic Plan

A Strategic Plan shall be developed by the Steering Committee, with guidance and feedback from the general membership and support from the Manager. The Strategic Plan should identify areas in which the Collaborative will provide added value to its members and build regional capacity for mitigation and adaptation over a period of at least 5 years. The Strategic Plan will guide the areas of focus for the Steering Committee, Manager and Subcommittees. Progress will be tracked and reported on annually at minimum. The Plan shall be updated every 5 years, unless initiated earlier by the Steering Committee.

11. Budget

The Collaborative uses the fiscal year beginning on July 1 and ending on June 30. The Manager shall prepare a draft annual budget for review and approval by the Steering Committee.



3. By-Laws Certification

ADOPTION

Alelia Parenteau, as the 2020-2022 Chair of the Santa Barbara Regional Climate Collaborative, hereby certifies that the foregoing By-Laws was duly adopted by the Steering Committee as of.

A handwritten signature in black ink, appearing to read "Alelia Parenteau", written over a horizontal line.

Alelia Parenteau

Interim Sustainability & Resilience Department Director, City of Santa Barbara
Chair, Santa Barbara Regional Climate Collaborative Steering Committee

6/9/22

Date