



Santa Barbara County Regional Climate Collaborative
By-Laws (Adopted 5.19.2020)



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PREAMBLE

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. PURPOSE

The purpose of Santa Barbara County Regional Climate Collaborative (Collaborative) is to:

- Develop unique strategies and resources that address challenges that cannot be addressed alone
- Coordinate strategies to achieve desired collective outcomes and avoid unintended consequences
- Build capacity within communities to address climate change and implement solutions
- Leverage the collective knowledge and capacity of the region to increase scale, scope and efficiency
- Advocate for policies, programs and projects that recognize the regional nature of climate change impacts and solutions
- Advance a field of practice and state of functionality that can serve as a model for others

1.1. Vision

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

1.2. Mission

To provide a collaborative forum for both local and regional organizations that are already tackling climate change as well as new partners who seek to become more engaged in this effort. To adapt to known and predicted impacts, through greater coordination and collaboration, while at the same time, creating stronger, more sustainable, and more economically viable communities throughout the Santa Barbara region.

1.3. 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.

1.4. Objectives

The Collaborative's objectives are as follows:

- Develop a common understanding of regional vulnerabilities and current strategies to address climate impacts.
- Identify regional priorities, planning efforts, strategies, and information and research needs.
- Provide a forum for local and regional organizations interested in maximizing climate change efforts.
- Increase regional support and collaboration, leverage resources and opportunities, and avoid duplication.
- Increase the region's ability to identify and obtain resources to support regional priorities, strategies, and information needs.
- Provide a stronger voice for the Santa Barbara region, and its local entities, at the state and federal level to influence policy, regulatory, and funding decisions.
- Share information and best practices about addressing climate change, adaptation, and mitigation within the Santa Barbara region, as well as across the state and nation.

2. 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.

1.1 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.

1.1.1 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 30 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 and ratification by a simple majority of members in good standing. The Chair shall certify By-Law Amendments.

2.2. 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 (See 3.1.3). 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.

2.2.1. 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.

2.2.2. 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.

2.2.3. General Meetings

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 General meetings shall take place bi-annually. The General meetings shall be led by the Collaborative Manager. 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.

2.2.4. 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 non-profit members in which future contract work opportunities may be discussed.

2.3. 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 2 meetings in a year
- Approve participation in grant proposals
- Solicit funds through grants, donations, in-kind contributions, sponsorships & partnerships
- Develop the Collaborative's Strategic Plan and Work Plans, in partnership with the Manager
- Promote the work of the Collaborative to government officials, climate change practitioners, and the general public
- Elect Officers of the Steering Committee
- Establish subcommittees as needed
- Solicit professional services and recommend the selection of contractors and vendors
- Provide oversight to general administration and fiscal management
- Adopt the annual membership dues
- Amend the By-Laws as needed

2.2.2. Steering Committee Membership

The Steering Committee shall be comprised of members who 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
- (2) City governments (North and South County representation should be encouraged, unless there is no interest or capacity within the cities.)
- (4) Open seats
 - A maximum of one type of entity 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

2.2.3. Alternate Representatives

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

2.2.4. 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 of the Steering Committee shall set the agenda, 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

2.2.5. Terms

Each member of the Steering Committee holds his or her seat for the term of two years, with the option for re-election. Elections to the Steering Committee shall take place every year, with three (3) members of the Steering Committee members up for election in odd years and four (4) members of the Steering Committee up for election in even years. There are no limits to the number of times an entity or person can serve as Steering Committee member.

2.2.6. Election Process

To be a Steering Committee Member, an entity shall be a Member of the Collaborative; nominated by a fellow Member or themselves; and, confirmed by a majority vote of the full membership. Elections shall take place on an annual basis. Nominations shall be made by members at least 14 days prior to the Annual Membership Meeting. The election shall be set up in an electronic format by the Manager at least 7 days prior to the Annual Membership Meeting. The winners of the election will be announced during the Annual Membership Meeting.

2.2.7. Quorum

A quorum for purposes of a Steering Committee Meeting shall be at least four (4) members. Unless otherwise stated, a majority vote of the Steering Committee members in attendance shall govern decisions and actions taken by the Steering Committee.

2.2.8. Meetings

The Steering Committee shall meet bi-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 and the Manager. Agendas shall be posted on the Collaborative website by the Manager at least one week prior to the meeting date. The Manager shall give an update on Collaborative activities and related business. 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 Steering Committee. Distribution of the Board 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.

2.4. 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

2.4.1. Establishing a Subcommittee

The Collaborative Manager shall create a Subcommittee proposal form. Any member in good standing may propose the creation of a Subcommittee. 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 may provide a presentation to the Steering Committee and entertain questions and discussion during the meeting.

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

2.4.2. Subcommittee Membership

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

2.4.3. Alternate Representatives

Subcommittee Members may designate alternate representatives to participate in meetings.

2.4.4. Officers

For each subcommittee, there shall be, at minimum, a Chair, Vice Chair, and Immediate Past 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 may also appoint the Manager as a Chair Pro Tempore for purposes of convening meetings of the Subcommittee.
- 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

2.4.5. 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.

2.4.6. 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 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.

2.4.7. Meetings

Subcommittees shall meet monthly. 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.

2.5. Administration

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.

2.5.1. Collaborative Manager

The County Climate Program Manager shall serve as the Manager for the Collaborative. The Manager 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 may also serve on the Steering Committee or subcommittees.

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

2.5.2. 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.

2.5.3. Work Plan

A (2-year) Work Plan shall be developed by the Manager and approved by the Steering Committee and Subcommittees (as needed). The Work Plan shall guide the near-term activities of the Steering Committee, Manager and Subcommittees. An initial draft work plan is attached in Appendices C & D.



By-Laws Certification

ADOPTION

Alelia Parenteau, as the 2020 Chair of the Santa Barbara Regional Climate Collaborative, hereby certifies that the foregoing By-Laws was duly adopted by the Steering Committee as of May 19, 2020.

A handwritten signature in black ink, appearing to read "ale", positioned above a horizontal line.

Alelia Parenteau

Energy & Climate Manager, City of Santa Barbara

Chair, Santa Barbara Regional Climate Collaborative Steering Committee

Date