



Thomas D. Koutroulis, Director
601 N. Ross Street, 5th Floor
Santa Ana, CA 92701

www.oclandfills.com
Telephone: (714) 834-4000
Fax: (714) 834-4183

**BYLAWS of the
ORANGE COUNTY WASTE MANAGEMENT COMMISSION**

ARTICLE I. Name of Organization

- A. The name of this organization shall be the Orange County Waste Management Commission, hereinafter referred to as “Commission”
- B. The official location and mailing address of the Commission shall be:

Orange County Waste Management Commission
c/o OC Waste & Recycling
601 North Ross Street
Fifth Floor
Santa Ana, CA 92701

Attention: Clerk of the Commission

ARTICLE II. Establishment of Commission

The members of the Commission are appointed by the Orange County (“County”) Board of Supervisors (“Board”) pursuant to the authority listed below

The Orange County Waste Management Advisory Commission was formed by the Orange County Board of Supervisors (Board), by Resolution 82-1100 dated July 13, 1982. On May 19, 1987, by Ordinance 3632, the name of the Commission was changed to Orange County Waste Management Commission and the Bylaws were amended. On February 13, 1990, by Resolution 90-212, the Board approved the designation of the Commission as the Local Task Force pursuant to Public Resources Code Section 40950; and appointed the Commissioners as members of the Local Task Force. The Bylaws were amended by Resolution 90-1097 dated August 14, 1990, to include the duties of the Local Task Force. The Bylaws were amended again on April 21, 1998, by Resolution 98-12 to revise the composition of the Commission and the method of appointment.

On May 25, 2021 (and amended on July 13, 2021), the Board approved a Bylaws Template (“Template”) for use of all County created Boards, Commissions and Committees (“BCC”). (See Policy No. 0300-28). On December 9, 2021 the Commission approved the updated Bylaws and directed that the Bylaws be recommended for approval by the Orange County Board of Supervisors. On July 26, 2022 the Board approved the updated Bylaws which align with the Template.

ARTICLE III. Purpose and Functions

A. Purpose:

The purpose of the Commission is to work with the County to advise the Board on matters relating to the municipal solid waste and hazardous waste management, operation and maintenance of the County's Landfills, and other facilities related to the County's solid waste disposal system.

B. Commission Functions:

In accordance with the authorities listed in Article II, the Commission shall:

1. Meet on a regular basis to discuss and make recommendations to the Board and OCWR regarding management of the County's solid waste disposal system.
2. Provide financial review and recommendations regarding the County's solid waste management system, including periodic review of tonnage disposed, capital improvements, importation of out-of-county waste, budgets, cash flows and financial reports.
3. Provide long-term landfill facility planning, including siting of future landfills, resource recovery facilities, and household hazardous waste management facilities; expansion of existing solid waste facilities; and action related to closure and post-closure monitoring and maintenance of the County's solid waste disposal facilities.
4. Provide policy oversight and periodic review of the Article 2, Division 3, Title 4 of the Codified Ordinances of the County of Orange ("OCCO") relating to Solid Waste Management including rules, regulations, standards, procedures and practices; and make recommendations to the Director of OCWR, as deemed necessary on matters pertaining to management of municipal solid waste and hazardous waste in Orange County.
5. Provide review and recommendations regarding the County's regional Household Hazardous Waste Collection Program.
6. Act as a forum for public input on issues related to the County's municipal solid waste management program.
7. Provide review and recommendations on other solid waste policy issues that may be referred to the Commission by the Board.

C. Local Task Force Functions:

Acting as the Local Task Force, the Commission shall have the following additional duties:

1. Assist the County in coordinating the development of city source reduction and recycling, and prepare the countywide siting element of the Countywide Integrated Waste Management Plan.
2. Identify solid waste management issues of countywide or regional concern.

3. Determine the need for solid waste collection systems, processing facilities, and marketing strategies that can serve more than one local jurisdiction within the region.
4. Facilitate the development of multi-jurisdictional arrangements for the marketing of recyclable materials.
5. To the extent possible, facilitate resolution of conflicts and inconsistencies between or among city source reduction and recycling elements and the Countywide Integrated Waste Management Plan.
6. Develop goals, policies, and procedures which are consistent with guidelines and regulations adopted by the California Department of Resources Recycling and Recovery (CalRecycle), to guide the development of the siting element of the Countywide Integrated Waste Management Plan.

ARTICLE IV: Appointment and Membership

A. Membership of the Commission is to be composed as follows:

1. There shall be eighteen (18) members that comprise the Commission as follows:
 - a. Ten (10) Members: Two public members appointed by each Supervisor.
 - b. Five (5) Members: Five city council members, one from a city located in each of the five Orange County Supervisorial Districts, appointed by the City Selection Committee for the County of Orange, California (the City Selection Committee).
 - c. One (1) Member: The Chair of the City Selection Committee or any elected city official designee.
 - d. One (1) Member: A City Manager appointed by the City Selection Committee.
 - e. One (1) Member: The Director of OCWR, or his or her designee shall be a non-voting member of the Commission.
2. Unless otherwise provided, each member of the Commission shall be entitled to one vote on all issues presented at regular and special meetings at which the member is present.

B. Qualifications for Commission Membership

1. Board of Supervisor Appointments: The following criteria will be used for the ten public members appointed by each Supervisor provided in Article IV (A)(1)(a) above:
 - a. Residency and Voting Requirements: Except where the Board finds it is in the best interest of the County to waive voter and residency requirements, all members of the Commission shall be:

- i. Registered voters in the County; and,
 - ii. Reside in the district of the nominating member of the Board of Supervisors, unless the Supervisor representing the district where the nominee resides provides written consent for the nomination.
 - 2. City Selection Committee Appointments: All other members (with the exception of the OCWR Director) shall be appointed pursuant to City Selection Committee procedures and in accordance with these Bylaws.
 - 3. No voting member shall be a representative of the waste industry.
- C. Length of Commission Membership
- 1. Board of Supervisor Appointments under Article IV (A)(1)(a):
 - a. Shall be for a term concurrent with the term of office of the nominating member of the Board of Supervisors. A member of the Commission whose term of office is expiring with that of the nominating Supervisor shall have the option of reapplying for membership for appointment.
 - 2. City Selection Committee Appointments under Article IV (A)(1)(b) through (d):
 - a. Shall be for a three-year term.
 - b. City Selection Committee appointment terms shall end concurrent with their elected city offices if that occurs prior to the end of the appointed Commission term.
 - 3. Generally:
 - a. Appointments made to fill a vacancy left by a member before the expiration of the term of that member shall be for the remaining term of that member.
 - b. Pursuant to Government Code section 1302, a member whose term has expired shall continue serving as a member until reappointed or replaced.

ARTICLE V. Commission Officers

- A. Commission officers shall consist of the Chair and Vice-Chair.
- B. Duties of Officers:
 - 1. The Chair shall preside at all meetings and is entitled to vote on all issues.
 - 2. The Vice-Chair shall preside in the absence of the Chair.
 - 3. In the event the Chair and Vice-Chair are both absent at a meeting for which a quorum is present; those members in attendance shall elect an ad hoc Chair for that meeting.

4. Special Meetings may be called by the Chair or by a majority vote of the Commission.
5. Ad hoc committees, as may be needed from time to time, may be established by the Chair or by a majority vote of the Commission.

C. Officer Selection and Term of Office

1. Elections of officers shall be held annually during the last Commission meeting of each calendar year by majority vote, a quorum being present.
2. Terms for officers of the Commission shall be for one year, beginning at the first meeting of the year following the election of officers.
3. If the Chair becomes vacant, the Vice Chairperson shall succeed to the Chair for the balance of the term of office.
4. If the Vice-Chair becomes vacant, the Commission shall select another Vice-Chair by majority vote at the next regularly scheduled meeting, to serve for the balance of the remaining term.
5. With the exception of a circumstance of an officer succeeding the vacancy of another officer prior to the completion of his or her term, no officer shall succeed him or herself in office and serve a consecutive term.
6. No person, except a member of the Board of Supervisors, may serve simultaneously as Chair for two or more County of Orange Boards, Commissions, or Committees (BCCs).

ARTICLE VI. Duties of Members

- A. Members shall attend meetings of the Commission and of committees to which they are appointed. The Clerk of the Commission shall regularly review member attendance at Commission and committee meetings.
- B. Members shall notify the Chairperson and the Clerk of the Commission of any expected absence for a meeting by 5:00 p.m. of the day before a regularly scheduled Commission meeting, indicating good and sufficient reasons for the absence.
- C. In the performance of its responsibilities, the Commission shall not engage in nor employ any unlawfully discriminatory practices in the provision of services or benefits, assignment of accommodations, treatment, employment of personnel or in any other respect on the basis of sex, race, color, ethnicity, national origin, ancestry, religion, age, marital status, medical condition, sexual orientation, physical or mental disability or any other protected group in accordance with the requirements of all applicable County, state, or federal laws.
- D. Members of the Commission shall comply with the County Equal Employment Opportunity and Anti-Harassment Policy and Procedures.
- E. Members of the Commission shall comply with County Code of Ethics.
- F. Members of the Commission shall operate strictly within designated purposes of the Commission.

ARTICLE VII. Committees

- A. Ad Hoc Committees: Ad hoc committees of less than a quorum of the Commission's membership may be established by the Chair or pursuant to a majority vote of the Commission, to accomplish time-limited tasks that support the goals of the Commission.

Terms of appointment for ad hoc committees shall be for the period of time required to fulfill the ad hoc committee's purpose.

- B. Standing Committees or other Subcommittees: The Commission, pursuant to a majority vote, shall have the power to establish Standing Committees or other Subcommittees to address specific matters as it deems necessary, in support of the goals of the Commission. Committees shall consist of less than a quorum of the Commission.

Prior to a Committee being established, the Commission shall state the purpose, number of members, and the time, place and manner of calling Committee meetings.

Standing Committees or Subcommittees shall be disbanded by a majority vote of the Commission when the purpose has been achieved or is no longer needed.

ARTICLE VIII. Meetings and Actions

- A. The Commission shall, at its first meeting of each year, adopt a schedule of at least quarterly regular meetings and transmit that schedule in writing to members, the Board, and the public at large.
- B. All Commission meetings shall be open, public and noticed in conformance with the provisions of the Ralph M. Brown Act, California Government Code section 54950 et seq., as amended and held at a location within Orange County, California that satisfies the access requirements of the Americans with Disabilities Act.
- C. Special meetings of the Commission may be called either by the Chairperson or at the request of a majority of Commission members. Notice of special meetings shall:
1. Be delivered to members personally, by mail or electronically, and must be received no later than 24 hours in advance of the meeting.
 2. State the business to be considered and whether alternative technological means may be used such as telephone or video conferencing, as technological resource availability permits and as permissible by the Ralph M. Brown Act.
- D. Quorum Requirements
1. Quorum requirements are as follows:
 - a. General Meetings: Quorum shall be no less than nine (9) voting members. (50% + 1)
 - b. Ad Hoc Committees: Shall consist of a number less than a quorum of Commission Membership.

- c. Standing Committees: Quorum shall be the members present, but no less than three (3).
- E. Voting Majority: Decisions and acts made by majority vote of the members at any duly constituted meeting shall be regarded as acts of the Commission, except as may otherwise provided by these Bylaws.
 - 1. Members choosing to abstain from voting on specific actions will not affect majority requirements. Abstentions are considered a “non-vote” – neither a vote in the affirmative nor in the negative. However, in order for an action to be passed, a majority of the quorum casting votes must vote in the affirmative.

For example: If, at a standing committee meeting, six (6) voting members of the committee are present to vote, and on a particular motion, three (3) vote in the affirmative, two (2) vote in the negative, and one (1) member abstains, the motion passes.

- F. Minutes and Maintenance of Records: The Clerk of the Commission shall attend the meetings, prepare and publish the minutes for each meeting of the Commission and serve as the Custodian of Records for the Commission.

ARTICLE IX. Compensation and Reimbursement

- A. Compensation: With the exception of the City Manager and OCWR Director members, each member of the Commission shall be eligible to receive a sum of \$100 for attendance at each Commission meeting and \$50 per Committee meeting, not to exceed a total of \$300 per month. (See OCCO 4-3-136(e) and Resolution No. 90-1098) Attendance of less than one-half of a regular meeting shall be considered an absence and not subject to remuneration.
- B. Reimbursement: Commission members may be reimbursed for actual expenses incurred while performing within the scope of their duties to the extent permitted by applicable County policy. All requests for reimbursement shall be submitted in accordance with the policies and procedures adopted by the County on a form approved by the County Auditor-Controller.

ARTICLE X. Removal and Resignation of Members

- A. Members shall serve at the pleasure of their appointing authority and such authorities may remove their appointee at any time without cause. Vacant positions shall be filled as provided in Article IV of these Bylaws.
- B. Removal:
 - 1. Board of Supervisor Appointments: The Board may, at any time and without cause, remove Commission members from office prior to the expiration of his/her term of office by majority vote of the Board.
 - 2. City Selection Committee Appointments: City Selection Committee may, at any time and without cause, remove Commission members from office prior to the expiration of his/her

term of office pursuant to City Selection Committee procedures and in accordance with these Bylaws.

- C. Resignation: Resignation of Commission members shall be affected by a written letter of resignation submitted to the Chairperson of the Commission, the Clerk of the Commission and to the Board.
- D. The Clerk of the Commission shall notify the Clerk of the Board in writing of any vacancies within 10 days of learning the existence of any such vacancy.

ARTICLE XI. Authority

- A. Parliamentary Authority: The Chairperson shall preside and manage Commission meetings using parliamentary procedure consistent with these bylaws, any special rules of order the Commission may adopt, and any applicable County, state, and federal law.
- B. When circumstances demand that action be taken before the next scheduled Commission meeting the Commission may authorize and grant authority to an ad hoc or other committee to act on its behalf to make specific, limited, independent recommendations to the County, a quorum of the Commission being present.
 - 1. Such actions taken on behalf of the Commission by a Committee will be presented as an information item at the next regular Commission meeting.
 - 2. Such actions will not require further action by the Commission.
- C. Standing and Ad Hoc Committees
 - 1. Standing and ad hoc committees shall have no independent authority and shall be limited to exercising only those specific functions granted to them by the Commission.
 - 2. No standing or ad hoc committee shall have independent authority to commit the Commission to any policy or action without the prior approval of the general membership of the Commission.

ARTICLE XII. Conflict of Interest

- 1. Members of the Commission and any of its committees or subcommittees shall abstain from voting on any issue in which they may be personally interested to avoid a conflict of interest in accordance with County, state, and federal laws and shall refrain from engaging in any behavior that conflicts with the established purposes of the Commission as reflected in these Bylaws.
- 2. Members of the Commission shall not vote nor attempt to influence any other Commission member on a matter under consideration by the Commission or any of its committees or subcommittees:
 - a. Regarding the provision of services by such member (or by an entity that such member represents; or
 - b. That would provide direct financial benefit to such member or the immediate family of such member; or

- c. Engage in any other activity constituting a conflict of interest under County, state, or federal law.
to.
3. If a question arises as to whether a conflict exists that may prevent a member from voting, the Chairperson or designee may consult with designated County staff to assist them in making that determination.
4. In order to avoid a conflict of interest or the appearance of such conflict, all nominees to become members of the Commission shall disclose on forms provided by the County information regarding their private economic interests that may be implicated by their service on the Commission
5. Commission members shall timely file Statements of Economic Interests (Form 700) and other financial disclosures as required by law.
6. Commission members shall complete ethics training as required by County policy and Assembly Bill 1234 (Government Code sections 53234 through 53235.2).
7. Neither Commission nor any of its members shall promote, directly or indirectly, a political party, political candidate, or political activity using the name, emblem, or any other identifier of the County or the Commission.
8. No assets or assistance provided by County to Commission shall be used for sectarian worship, instruction, or proselytization, except as otherwise permitted by law.

ARTICLE XIII. Adoption and Amendment of Bylaws

- A. Adoption: An affirmative vote of at least 50%+1 of those voting, a quorum being present, shall be required to recommend these Bylaws for Board approval. These Bylaws become effective upon approval by the Board.
- B. Amendments:
 1. Any member of the Commission or the may propose amendments to these Bylaws.
 2. Proposed amendments shall be submitted in writing and made available to each member of the Commission no less than five days prior to consideration before a vote can be taken.
 3. An affirmative vote of at least 50%+1 of those voting, a quorum being present, shall be required to recommend Bylaws amendments for Board approval Any amendments to the Bylaws become effective upon approval by the Board.

ARTICLE XIV. Severability

Should any part term, portion or provision of these Bylaws be determined to be in conflict with any law or otherwise unenforceable or ineffectual, the remaining parts, terms, portions or provisions shall be deemed severable and their validity shall not be affected thereby, provided such remaining portions or provisions can be construed in substance to constitute the provisions that the members intended to enact in the first instance.

ARTICLE XV. Staffing Support

OC Waste & Recycling shall provide the necessary staffing to support the Commission in conjunction with the work of the Commission. The Clerk of the Commission shall be provided by OC Waste & Recycling.