

**ASSOCIATION OF BAY AREA GOVERNMENTS
EXECUTIVE BOARD**

RESOLUTION NO. 10-2020

**RESOLUTION REGARDING DEPUTIZING AD HOC COMMITTEE MEMBERS TO
VOTE IN THE ABSENCE OF A QUORUM**

WHEREAS, the ABAG Bylaws are silent regarding methods to deal with the situation when there is not a quorum of committee members necessary for taking action; and

WHEREAS, it is desirable to be able to deputize Executive Board members attending a committee meeting as voting members of such committee in order to establish a quorum for purposes of taking actions in the absence of a quorum of committee members; and

WHEREAS, Article VIII, Paragraph D of the ABAG Bylaws provides as follows: "Except as the Executive Board may otherwise provide, all other committees of the Association may act upon the affirmative vote of a majority of the committee members present"; and

WHEREAS, consistent with Article VIII, Paragraph D of the Bylaws, the Executive Board may, by resolution, provide for Executive Board members not already members of a committee but who are present at a committee meeting to be deputized to vote at such committee meeting when there is not a quorum of committee members present.

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NOW, THEREFORE, BE IT RESOLVED, that the Executive Board of the Association of Bay Area Governments hereby authorizes the following with respect to ABAG committees, notwithstanding anything to the contrary in the ABAG Bylaws:

1. If necessary to establish a quorum of a committee at a meeting, the President and Vice President of ABAG shall become voting members for that meeting.
2. Every member of the Executive Board who is not a member of an ABAG committee is an ad hoc non-voting member.
3. Although a quorum of the Executive Board may be in attendance at a meeting of an ABAG committee, the committee may take action only on those matters delegated to it. The committee may not take any action as the full Executive Board unless a meeting has previously been noticed as an Executive Board meeting.
4. An ad hoc non-voting committee member who is also a voting member of the Executive Board may be designated by the committee chairperson as a voting member at a particular committee meeting if an additional voting member is needed for a committee quorum.

The foregoing was adopted by the Executive Board this 16th of April, 2020.

Jesse Arreguin
President

Certification of Executive Board Approval

I, the undersigned, the appointed and qualified Clerk of the Board of the Association of Bay Area Governments (Association), do hereby certify that the foregoing resolution was adopted by the Executive Board of the Association at a duly called and noticed meeting held on the 16th day of April, 2020.

Frederick Castro
Clerk of the Board