



TO: Bay Trail Board of Directors

DATE: March 4, 2021

FR: Maureen Gaffney

RE: Bay Trail Bylaws Update

Created by an act of the California State Legislature via Senate Bill 100 in 1989, the San Francisco Bay Trail Project is a certified 501(c)3 non-profit entity. The original and current bylaws are out-of-date in many respects. The recent transition to MTC's Design and Project Delivery section has both highlighted the need to update the bylaws and provided an opportune time to do so. The by-laws are excerpted below:

"The objectives of this corporation shall be:

- a. To develop a broad base of support for the San Francisco Bay Trail Project, in order to ensure all the needs and viewpoints of the region are respected and incorporated into the San Francisco Bay Trail Project. Further, the corporation will work to provide access along the shoreline and to enhance public appreciation of the San Francisco and San Pablo Bays by educating and conducting public outreach programs about the Bay.
- b. ...the preservation of land for educational and recreational purposes. Preservation of land shall be accomplished by acquiring real property or partial interests therein, including conservation easements as defined in California Civil Code Section 815.2, and recording appropriate instruments necessary to protect in perpetuity the physical environment of the area for recreational, ecological and aesthetic purposes beneficial to the public interest...
- c. To lessen the burdens of government by obtaining funds to engage in providing, if necessary, for the planning, development, acquisition, construction, operation and maintenance of the Bay Trail...
- d. To receive limited or conditional gifts or grants in trust, inter vivos, or by way of testamentary devises, bequests or grants in trust, or otherwise, funds of all kinds including property, both real, personal and mixed..."

The original bylaws were enacted prior to the Brown Act, though it is important to note that the Bay Trail Project has long complied with Brown Act provisions regardless.

The current composition of the Board only partially reflects the original intent:

- State Legislature (no)
- California Coastal Conservancy (yes)
- Metropolitan Transportation Commission (no)
- S.F. Bay Conservation and Development Commission (yes)

- (4) Representatives of Cities appointed to BCDC by ABAG's Executive Board (no)
- Representatives of Counties (yes)
- California Department of Parks and Recreation (no)
- National Park Service, Rivers and Trails Conservation Assistance Program (yes)
- Regional Park and Open Space Districts (yes)
- Regional Bicycle Advisory Committee (NA)
- County Parks & Recreation Departments (yes)
- Hayward Area Shoreline Planning Agency (yes)
- Ridge Trail Council (yes)
- Save San Francisco Bay Association (yes)
- Land Trusts (no)
- Audubon Society (no)
- Sierra Club, San Francisco Bay Chapter (no)
- Wetlands Coalitions (no)
- Pacific Gas & Electric Co. (yes)
- Leslie Salt co. (now Cargil, no)
- Bay Planning Coalition (no)
- League of Women Voters (no)

Previous Bay Trail Board of Directors discussions have contemplated changes to the Board composition in order to grow fundraising capacity, expand representation. Staff seeks direction and Board assistance regarding whether and how to update the bylaws.