

## **Bylaws and Project Selection Criteria**

### **Ventura County Air Pollution Control District Clean Air Fund Advisory Committee**

#### **ARTICLE I - NAME**

The name of this committee of the Ventura County Air Pollution Control District (APCD) is the Clean Air Fund Advisory Committee (CAFAC).

#### **ARTICLE II - PURPOSE**

The CAFAC was created by the Ventura County Air Pollution Control Board (Board) on December 10, 1991. The purpose of the CAFAC is to advise the Board on how to spend monies in the Clean Air Fund (Fund) held by the Ventura County Community Foundation. The Fund consists of two accounts. One is immediately available for spending. The other is a permanent endowment from which only the proceeds may be spent. The Fund was created by a donation from 3M Company. Other contributions may be added to the Fund at any time by any party.

The initial amount of the Fund account available for spending was \$1.2M while the permanent endowment was \$300,000.

The intent of the Fund is to provide financial support for projects which will reduce air pollution in Ventura County. The Fund may be spent on projects which will reduce emissions that contribute to Ventura County's nonattainment of the federal and state ozone standard and state particulate matter standard (PM10), which includes emissions of reactive organic compounds, oxides of nitrogen, and particulate matter. In addition, the Fund may be spent on climate change projects that will:

1. Reduce emissions of greenhouse gases (GHG); or
2. Reduce carbon dioxide-equivalent emissions by chemical decomposition of high-global-warming-potential gaseous emissions, such as methane; or
3. Reduce the global warming impact of carbon emissions in the atmosphere via mitigation projects, including such projects as energy efficiency, carbon capture, and the use of low or zero carbon fuels.

In pursuing this purpose, the CAFAC's process shall be:

- A. Request project proposals from its members and from the public (submittals shall be in writing);
- B. Analyze and report those projects for feasibility, emission reduction and cost effectiveness;
- C. APCD staff shall perform the analysis and report the results to the CAFAC;
- D. The CAFAC shall review the staff reports and prioritize the project(s) for funding; and
- E. The CAFAC shall provide its recommendation to the Board. This recommendation will be written by the APCD staff, working with the CAFAC, in the form of a Board letter conveying the CAFAC's recommendations to the Board.

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#### **ARTICLE III – HEADQUARTERS**

The headquarters of the CAFAC shall be that of the APCD.

#### **ARTICLE IV - COMPOSITION; TERMS; CONFLICTS OF INTEREST POLICY**

- A. The CAFAC shall consist of up to 13 voting members.
- B. The total CAFAC voting membership should be an odd number.
- C. The CAFAC should consist of members from the following constituencies:
  - 1. Business (4)
  - 2. Civic & Environmental (3)
  - 3. Citizen (5)
  - 4. Transportation (1)
- D. The members of the CAFAC shall represent the broad spectrum of their constituencies.
- E. The APCD Air Pollution Control Officer (APCO) or his/her designee shall be a permanent (i.e., no Board appointment necessary), non-voting member of the CAFAC, and shall only act as the default CAFAC Secretary if no other CAFAC members are elected to this position.
- F. The term of membership on the CAFAC's appointed members is four (4) years. Members may be re-appointed by the Board for additional four-year terms. Members serving prior to the adoption of these revised Bylaws on approval date, shall not require re-appointment by the Board until January 1, 2022.
- G. The CAFAC may recommend new voting members for appointment by the Board by a majority vote of current members present.
- H. Any person currently employed by the APCD is ineligible for voting membership on the CAFAC.
- I. To avoid a conflict of interest and potential violation of state law, a voting CAFAC member shall refrain from all deliberations and discussions with other voting CAFAC members, and shall abstain from voting on all CAFAC matters, concerning the proposed funding for projects, proposals and contracts in which the member (or member's spouse or domestic partner) and/or the member's (or the member's spouse's or domestic partner's) employer or financially affiliated entity has a financial interest. Such a voting CAFAC member shall disclose his or her potential conflict of interest at each CAFAC meeting at which the matter is discussed or voted on. This disclosure shall be recorded in the minutes of each such meeting; the minutes shall also reflect the member's abstention from voting on the matter. If a member's potential conflict of interest becomes a common issue that interferes with the member's ability to contribute to the

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CAFAC, the CAFAC may consider recommending that the Board remove the member from the CAFAC. On this basis, a majority of the Board would be required to vote for removal of a member from CAFAC.

Questions regarding the application of this policy should be directed to the APCO as soon as a potential conflict of interest arises.

J. Individuals holding the following positions shall be ineligible to serve on the CAFAC:

- (1) Members of the Board
- (2) Employees of agencies under contract to the CAFAC or APCD. Such persons may serve as members of a technical advisory committee or other special committees, but may not serve as voting members of the CAFAC;
- (3) Spouses and immediate family members of all of the above.

#### **ARTICLE V - MEETINGS**

- A. The annual meeting of the CAFAC should be its first meeting of the calendar year.
- B. Meetings may be held at such times and places as the CAFAC shall decide.
- C. The CAFAC should meet a minimum of three (3) times per calendar year.
- D. Special meetings may be called by the CAFAC Chair and subcommittee chair(s) at such times as are found necessary.
- E. Notice and agendas of regular meetings should be provided to all CAFAC members not less than ten (10) days before the date of the meeting. The notice of a special meeting shall include the purpose of the meeting.
- F. Members of the CAFAC who miss two (2) regular meetings within a calendar year and whose absences are unexcused (defined as failing to notify the APCD at least 48 hours prior to the meeting), shall be automatically removed from the CAFAC effective upon service of written notice to the member. Members will be sent a warning letter after one unexcused absence.

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#### ARTICLE VI - ORDER OF BUSINESS

The order of business for regular meetings shall be as follows:

- A. Call to Order
- B. Approval of Minutes
- C. Public Comment
- D. APCO's Report
- E. Chairperson's Report
- F. Old Business
- G. New Business
- H. Adjournment

The order of business at any meeting may be altered at the discretion of the Chair or the Vice-Chair if the Chair is absent.

#### ARTICLE VII - OFFICERS

The officers of the CAFAC shall be a Chair and a Vice-Chair. A Secretary<sup>1</sup> and a Treasurer may be elected if there are any voluntary member nominations that are approved by a majority of the CAFAC. Officers shall be elected by the CAFAC at the first meeting of the calendar year, and shall hold office for two years, or until their successors are elected. Officers shall not serve more than five (5) consecutive terms. All officers shall be voting CAFAC members.

#### ARTICLE VIII - SUBCOMMITTEES

The CAFAC may establish such subcommittees as may be necessary to expedite functions of the CAFAC, each of which shall include a chairperson.

#### ARTICLE IX – QUORUM; ACTION

The quorum for each meeting of the CAFAC shall be at least fifty (50) percent of the non-vacant seats on the CAFAC plus one member. No official action shall be taken by the CAFAC in the absence of a quorum. Unless otherwise specified in these Bylaws, the affirmative votes of a majority of voting members present at a meeting shall be required to take official action, provided that a quorum is present.

#### ARTICLE X - BYLAW AMENDMENTS

The members of the CAFAC may, by a two-thirds (2/3) vote of the members present, amend or revoke these Bylaws at any regular or special meeting duly convened, subject to Board approval.

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<sup>1</sup> Preparation of meeting minutes will be performed by APCD staff unless a CAFAC Secretary has been elected to serve in that role.

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#### CLEAN AIR FUND ADVISORY COMMITTEE

#### PROJECT PROPOSAL & FUNDING GUIDELINES

The Fund may be spent on projects which will reduce emissions that contribute to Ventura County's nonattainment of the federal and state ozone standard and state particulate matter standard. This includes emissions of reactive organic compounds, oxides of nitrogen, and particulate matter.

In addition, the Fund may be spent on climate change projects that will:

1. Reduce emissions of greenhouse gases (GHG); or
2. Reduce CO<sub>2</sub>-equivalent emissions by chemical decomposition of high-global-warming-potential gaseous emissions, such as methane; or
3. Reduces the global warming impact of carbon emissions in the atmosphere via mitigation projects, including such projects as energy efficiency, carbon capture, and the use of low or zero carbon fuels.

#### PROJECT PROPOSAL INFORMATION

- \* A detailed project description, including a schedule
- \* An evaluation of the project's air quality benefits
- \* A project budget, including the amount of money requested from the Clean Air Fund
- \* A discussion of funding from other sources – committed or proposed
- \* The visibility of the projects and its benefits to the community