



DATE: December 20, 2017
TO: Energy Council
FROM: Wendy Sommer, Executive Director
SUBJECT: Changes to Energy Council Rules of Procedure

SUMMARY

Staff has reviewed the Energy Council Rules of Procedure and identified changes to ensure consistency with the recently updated Waste Management Authority Rules of Procedure. At the December 20, 2017 meeting, the Energy Council Board will be asked to adopt these changes.

DISCUSSION

On September 27, 2017, the WMA Board approved changes to its Rules of Procedure. The staff report outlining these changes can be found at [Rules-of-Procedure-Changes-09-27-17.pdf](#). At the October 25, 2017 meeting, the WMA Board approved additional changes recommended by the P&A Committee, including using Rosenberg's Rules of Order as its parliamentary rules. The staff report describing these additional changes can be found at [Rules-of-Procedure-Changes-10-25-17.pdf](#).

RECOMMENDATION

That the Board adopt the revisions to the Energy Council Board Rules of Procedure.

Attachments:

Attachment A – EC Board Rules of Procedure (clean version)

Attachment B – EC Board Rules of Procedure (redline version)

ATTACHMENT A

ENERGY COUNCIL

RULES OF PROCEDURE

Adopted December 20, 2017

Article 1

General Provisions

- Section 1-1 Authority for Rules These rules apply to the Energy Council Board (“EC Board”) and Committees of the EC Board and are adopted pursuant to the Joint Exercise of Powers Agreement for the Energy Council effective April 12, 2013, as it may be amended from time to time (hereinafter, “JPA”). The provisions of said agreement are herein incorporated by reference.
- Section 1-2 Purpose of Rules The purpose of these rules is to provide for the orderly and fair conduct of the meetings and operations of the EC Board.

Article 2

Organization of the EC Board

- Section 2-1 Composition of the EC Board The EC Board is composed of members and alternates appointed pursuant to the JPA. No member or alternate shall receive compensation for attending meetings of the EC Board or any EC Board Committee, but reimbursement of travel or other expenses may be made if the EC Board has adopted a policy governing such reimbursements.
- Section 2-2 Officers The Officers of the EC Board shall be a President, First Vice-President and Second Vice-President, who shall serve until the elections of their successors. No member may serve more than one full consecutive term of office as an Officer.
- Section 2-3 Election of Officers The Officers shall be elected at the regular meeting of the EC Board in the month of June of each year. They shall be elected by the vote required for all EC Board actions as specified in the JPA, and shall serve from July 1 through June 30 of the following year. No member may serve more than one term in the same leadership position on the EC Board within a two-year time frame. This does not limit a person who has served in one office for a year serving in a different office the following year (e.g. the First Vice President in one year serving as the President the next year).

- Section 2-4 Duties of President The President shall preside at all meetings of the EC Board and shall conduct the business of the EC Board in the manner prescribed by these Rules. The President shall preserve order and decorum and shall decide all questions of order subject to the action of a vote of the EC Board.
- Section 2-5 Duties of First and Second Vice-Presidents In the absence or inability of the President to act, the Vice Presidents shall perform the duties of the President in the order of the succession.
- Section 2-6 Executive Director The Executive Director of the Energy Council shall be the Executive Director of the Alameda County Waste Management Authority pursuant to the memorandum of understanding between the Energy Council and Authority approved May 22, 2013.
- Section 2-7 Duties of Executive Director The Executive Director or designee shall perform the following duties:
- (a) Prepare an agenda for each meeting of the EC Board
 - (b) Attend each meeting of the EC Board;
 - (c) Appoint a Clerk of the EC Board to:
 - (i) Notify all EC Board members of the time and place of each meeting;
 - (ii) Maintain a record of all proceedings of the EC Board;
 - (iii) Maintain all records of the EC Board;
 - (iv) Maintain records of the proceedings of committee meetings;
 - (d) Establish a Technical Advisory Group (“TAG”) consisting of at least one staff representative from each Agency to advise Energy Council staff on matters such as strategic planning, annual work plans, funding priorities, proposed program design, coordination with existing energy service providers and programs (e.g., East Bay Energy Watch), and other matters related to advancing sustainable energy initiatives. Energy Council staff shall cause summary minutes of all TAG meetings to be kept and shall cause a copy of the summary minutes to be forwarded to each member of the EC Board and to each TAG representative prior to the next meeting. As matters discussed at the TAG are considered by the EC Board, Energy Council staff shall also include a summary of TAG input in the staff’s report on the matter to the EC Board. TAG members may also speak on any given matter in front of the EC Board.
 - (e) Perform other duties directed by law or the EC Board.

Article 3
Meetings of the EC Board

- Section 3-1 Regular Meetings Regular monthly meetings will be held in conjunction with regular meetings of the WMA Board.

- Section 3-2 Cancellation and/or Reschedule of Regular Meetings Any regular meeting of the EC Board may be cancelled or rescheduled by the President, or the Executive Director on the direction of the President, no less than seven (7) calendar days prior to the scheduled date of such meeting. Notification of cancellation or reschedule shall be mailed to all parties who are notified of regular meetings of the EC Board.
- Section 3-3 Special Meetings Special meetings of the EC Board may be called by order of the President or by a majority of the members. The order calling the special meeting shall specify the time of the meeting and the business to be transacted at such meeting.
- Section 3-4 Effect of Holiday If any meeting day or adjourned meeting day falls on a holiday, the meeting of the EC Board shall be specially scheduled by the EC Board.
- Section 3-5 Quorum A majority of the members of the EC Board shall constitute a quorum for the transaction of business, except that less than a quorum may adjourn from time to time pursuant to Section 3-6 of these Rules.
- Section 3-6 Absence of a Quorum In the absence of a quorum, the members present shall adjourn the meeting to a stated time and place, and the absent members shall be notified. If all members are absent, the Executive Director shall adjourn the meeting to a stated time and place and notify all members pursuant to Section 3-7 of these Rules.
- Section 3-7 Notice of Meetings All meetings of the EC Board shall be subject to the provisions of the Ralph M. Brown Act, (see Sections 54950, *et seq.* of the California Government Code, and other applicable laws of the State of California requiring notice of meetings of the EC Board.
- Section 3-8 Teleconferencing EC Board members who are unable to attend a meeting in person are encouraged to have their member agency's alternate attend in their place. EC Board members unable to attend a meeting in person may participate in meetings by teleconference according to this section. No more than four EC Board members may utilize teleconferencing at an EC Board meeting at no more than four teleconferencing locations. A EC Board member wishing to use teleconferencing should notify the Clerk of the EC Board prior to the release of the agenda for the affected EC Board meeting of the teleconference location that is accessible to the public. Agendas are typically released five (5) days in advance of the meeting. The Clerk of the EC Board will identify the teleconference location in the agenda of the meeting and ensure posting of the agenda at the teleconference location. Votes at a Committee/EC Board meeting where

teleconferencing is used will be taken by roll call. If more than four members request teleconferencing, the four selected shall be chosen on the basis of the order of request, and in the case of ties, by seniority on the EC Board.

Article 4 Conduct of Meetings

- Section 4-1 Order of Business The business of each meeting of the EC Board shall be transacted as far as is practicable in the following order:
- (a) Call to order;
 - (b) Roll call of attendance;
 - (c) Announcements by President;
 - (d) Open public discussion from the floor;
 - (e) Approval of minutes of prior meetings (may be included in the consent calendar);
 - (f) Consent calendar;
 - (g) Regular calendar;
 - (h) Member comments and communications from the Executive Director; and
 - (i) Adjournment.

The above order of business may be suspended or changed at any time upon order of the President. The consent calendar may contain those matters the nature of which have been determined by the Executive Director to be routine, and will be approved by a single action. Any item shall be removed from the consent calendar and placed for discussion on the regular calendar at the request of any member. EC Board members who were not in attendance at a meeting but have read the minutes of the meeting may vote in connection with approval of those minutes. The vote on the consent calendar may be taken concurrently with the vote of the Waste Management Authority Board on its consent calendar. The regular calendar shall contain all other matters and business.

Open public discussion from the floor is provided for any member of the public wishing to speak on any matter within the jurisdiction of the Energy Council, but not listed on the agenda. Each speaker is limited to three minutes unless a shorter period of time is set by the President.

- Section 4-2 Parliamentary Rules The rules and procedures set forth in Rosenberg's Rules of Order are hereby adopted for the government of this EC Board in all cases not otherwise provided for in these Rules.

- Section 4-3 Vote Required The vote required for EC Board action shall be as specified in the JPA. An

abstention to vote by any member shall be construed as that member not voting on a particular matter.

Section 4-4 Alternate's Vote An agency alternate may vote on any matter under consideration only in the absence of the agency member from the meeting or as provided under Section 4-6 of these Rules.

Section 4-5 Roll Call Votes Roll call votes shall proceed in the following manner:

- (a) The presiding officer will direct the Clerk of the EC Board to report on the EC Board members who have joined or left the meeting since the roll call of attendance at the beginning of the meeting;
- (b) The presiding officer will ask for a voice vote on the matter;
- (c) If there are no "nay" votes or abstentions, the presiding officer will direct that the matter be reported as passed unanimously with the names of all EC Board members in attendance reported as voting in favor;
- (d) If there are any "nay" votes or abstentions, the presiding officer will direct the Clerk of the EC Board to call the name of each agency and record the vote of the representative of the agency and then report the total number of "aye," "nay" and "abstain" votes.
- (e) The roll call shall be in alphabetical order of the name of the agency, except that the President shall be called last.

Section 4-6 Roll Call Not Required The roll need not be called in voting upon a motion except when requested by a member or otherwise required by law. If the roll is not called, in the absence of objection, the President may order the motion unanimously approved.

Section 4-7 Voting Ineligibility Any member attending an EC Board meeting and ineligible to vote on any matter under consideration by the EC Board at that meeting shall briefly describe the reason for being ineligible and then leave the EC Board table before the matter is considered and refrain from participation in any action concerning the matter. If the member is ineligible due to a conflict of interest under the Political Reform Act, the member's disclosure shall include the information required by that Act and the member shall leave the room and not be counted towards a quorum. Notwithstanding the foregoing, a member is not required to leave the EC Board table or room for matters that are on the consent calendar.

Article 5
Meetings of Committees

- Section 5-1 Committees: Specific Committees, Notice of Meetings and General Rules The EC Board or President may establish Committees from time to time to advise the EC Board. Committees shall be subject to these Rules.
Any meeting of a Committee that constitutes a quorum of the EC Board shall be noticed as both a meeting of the Committee and a meeting of the EC Board. General rules pertaining to Committees are as follows:
- (a) Only Committee members are permitted to vote on matters before the Committee.
 - (b) Committees are not empowered to take final agency action on behalf of the EC Board.
 - (c) A majority of the Committee members present and voting is required for adoption of recommendations/actions.
 - (d) EC Board members who are not Committee members may attend Committee meetings, but will not count toward formation of the quorum necessary to conduct the meeting.
 - (e) In absence of a EC Board member appointed to a Committee that EC Board member's alternate shall serve as a member of the Committee exactly as if a regular appointee to the Committee.
- Section 5-2 Committee Vacancy When a vacancy occurs on any Committee, the EC Board shall be notified and the EC Board President shall recommend appointment of members to said Committee, subject to confirmation by the EC Board.
- Section 5-3 Cancellation and/or Reschedule of Regular Committee Meetings Any regular Committee meeting of the EC Board may be canceled or rescheduled by the President, or the Executive Director with the consent of the President, no less than seven (7) calendar days prior to the scheduled date of such meeting. Notification of cancellation or reschedule shall be mailed to all parties who are notified of regular meetings of the Committee.
- Section 5-4 Special Meetings Special Committee meetings may be called by order of the President or the Executive Director with the consent of the President or by a majority of the members of the Committee. The order calling the special meeting shall specify the time of the meeting and the business to be transacted at such meeting.
- Section 5-5 Adjourned Meetings Any regular meeting of a Committee may be adjourned to any date prior to the date established for the next regular meeting. Any adjourned regular meeting is part of the regular

meeting. Any special meeting may be adjourned, and any adjourned special meeting is part of the special meeting.

- Section 5-6 Effect of Holiday If any meeting day or adjourned meeting day falls on a holiday, the meeting of the Committee shall be specially scheduled by the Committee.
- Section 5-7 Absence of a Quorum In the absence of a quorum, the members present shall adjourn the meeting to a stated time and place, and the absent member shall be notified. If all members are absent, the Executive Director shall adjourn the meeting to a stated time and place and notify all members pursuant to Section 3-7 of these Rules.
- Section 5-8 Teleconferencing Committee members unable to attend a meeting in person may participate in meetings by teleconference in accordance with this section. No more than two Committee members may utilize teleconferencing per Committee meeting at no more than two teleconferencing locations. A Committee member wishing to utilize teleconferencing should notify the Clerk of the EC Board prior to the release of the agenda for the affected Committee meeting of the teleconference location that is accessible to the public. Agendas are typically released five (5) days in advance of the meeting. The Clerk of the EC Board will identify the teleconference location in the agenda of the meeting and ensure posting of the agenda at the teleconference location. Votes at a Committee meeting where teleconferencing is utilized will be taken by roll call in accordance with the procedures for meetings of the EC Board. If more than two members request teleconferencing, the two selected shall be chosen on the basis of the order of request, and in the case of ties, by seniority on the EC Board.

ATTACHMENT B

ENERGY COUNCIL RULES

OF PROCEDURE

Adopted ~~_____~~ December 20, 2017, 2013

Article 1 General Provisions

- Section 1-1 Authority for Rules These rules apply to the Energy Council Board ("EC Board") and Committees of the ~~Board~~EC Board and are adopted pursuant to the Joint Exercise of Powers Agreement for the Energy Council effective April 12, 2013, as it may be amended from time to time (hereinafter, "JPA"). The provisions of said agreement are herein incorporated by reference.
- Section 1-2 Purpose of Rules The purpose of these rules is to provide for the orderly and fair conduct of the meetings ~~of the Board~~ and operations of the ~~Council~~EC Board.

Article 2 Organization of the BoardEC Board

- Section 2-1 Composition of the BoardEC Board The ~~Board~~EC Board is composed of members and alternates appointed pursuant to the JPA. No member or alternate shall receive compensation for attending meetings of the ~~Board~~EC Board or any ~~Board~~EC Board Committee, but reimbursement of travel or other expenses may be made if the ~~Board~~EC Board has adopted a policy governing such reimbursements.
- Section 2-2 Officers The Officers of the ~~Board~~EC Board shall be a President, First Vice- President and Second Vice-President, who shall serve until the elections of their successors. No member may serve more than one full consecutive term of office as an Officer.
- Section 2-3 Election of Officers The Officers shall be elected at the regular meeting of the ~~Energy Council~~EC Board in the month of June of each year. They shall be elected by the vote required for all ~~Board~~EC Board actions as specified in the JPA, and shall serve from July 1 through June 30 of the following year.

~~Notwithstanding the foregoing, the Board may select initial officers to serve from the time of the first Board meeting through June 30 of that year and those officers may be re-elected and serve as officers for the~~

~~term beginning July 1 of that year. No member may serve more than one term in the same leadership position on the Energy Council~~
EC Board
within a two-year time frame. This does not limit a person who has served in one office for a year serving in a different office the following year (e.g. the First Vice President in one year serving as the President the next year).

Section 2-4 Duties of President The President shall preside at all meetings of the Board
EC Board and shall conduct the business of the ~~board~~
EC Board in the manner prescribed by these Rules. The President shall preserve order and decorum and shall decide all questions of order subject to the action of a vote of the Board
EC Board.

Section 2-5 Duties of First and Second Vice-Presidents In the absence or inability of the President to act, the Vice Presidents shall perform the duties of the President in the order of the succession.

Section 2-6 Executive Director The Executive Director of the Energy Council shall be the Executive Director of the Alameda County Waste Management Authority pursuant to the memorandum of understanding between the Energy Council and Authority approved May 22, 2013.

Section 2-7 Duties of Executive Director The Executive Director or designee shall perform the following duties:

~~(a)~~ (a) Prepare an agenda for each meeting of the Board
EC Board

~~(a)(b)~~ (b) Attend each meeting of the Board
EC Board;

~~(c)~~ (c) Appoint a Clerk of the Board
EC Board to:

~~(i)~~ (i) Notify all Board
EC Board members of the time and place of each meeting;

~~(ii)~~ (ii) Maintain a record of all proceedings of the Board
EC Board;

~~(b)~~ (b) Prepare an agenda for each meeting;

~~(c)~~ (c) Notify all Board members of the time and place of each meeting;

~~(d)~~ (iii) Maintain all records of the Board
EC Board;

~~(e)~~ (e) Serve as Secretary to the Board;

~~(f)(e)~~ (iv) Maintain records of the proceedings of committee meetings;

~~(df)~~ (d) Establish a Technical Advisory Group (“TAG”) consisting of at least one staff representative from each Agency to advise Energy Council staff on matters such as strategic planning, annual work plans, funding priorities, proposed program design, coordination with existing energy service providers and programs (e.g., East Bay Energy Watch), and other matters related to advancing sustainable energy initiatives. Energy Council staff shall cause summary minutes of all TAG meetings to be kept and shall, ~~as soon as possible after each meeting,~~ cause a copy of the summary minutes to be forwarded to each member of the Board
EC Board and to

each TAG representative prior to the next meeting. As matters discussed at the TAG are considered by the BoardEC Board, Energy Council staff shall also include a summary of TAG input in the staff's report on the matter to the BoardEC Board. TAG members may also speak on any given matter in front of the BoardEC Board.

(eg) Perform other duties directed by law or the BoardEC Board.

Article 3
Meetings of the
BoardEC Board

Section 3-1 Regular Meetings Regular monthly meetings will be held in conjunction with regular meetings of the ~~Alameda County Waste Management Authority~~ WMA Board.

Section 3-2 Cancellation and/or Reschedule of Regular Meetings Any regular meeting of the BoardEC Board may be cancelled or rescheduled by the President, or the Executive Director on the direction of the President, no less than seven (7) calendar days prior to the scheduled date of such meeting. Notification of cancellation or reschedule shall be mailed to all parties who are notified of regular meetings of the BoardEC Board.

Section 3-3 Special Meetings Special meetings of the BoardEC Board may be called by order of the President or by a majority of the members. The order calling the special meeting shall specify the time of the meeting and the business to be transacted at such meeting.

Section 3-4 Effect of Holiday If any meeting day or adjourned meeting day falls on a holiday, the meeting of the BoardEC Board shall be specially scheduled by the BoardEC Board.

Section 3-5 Quorum A majority of the members of the BoardEC Board shall constitute a quorum for the transaction of business, except that less than a quorum may adjourn from time to time pursuant to Section 3-6 of these Rules.

Section 3-6 Absence of a Quorum In the absence of a quorum, the members present shall adjourn the meeting to a stated time and place, and the absent members shall be notified. If all members are absent, the Executive Director shall adjourn the meeting to a stated time and place and notify all members pursuant to Section 3-7 of these Rules.

Section 3-7 Notice of Meetings All meetings of the BoardEC Board shall be subject to the provisions of the Ralph M. Brown Act, ~~being~~ (see) Sections 54950, *et seq.* of the California Government Code, and other applicable laws of the

State of California requiring notice of meetings of the [Board/EC Board](#).

Section 3-8 Teleconferencing [Board/EC Board](#) members who are unable to attend a meeting in person are encouraged to have their member agency's alternate attend in their place. [Board/EC Board](#) members unable to attend a meeting in person may participate in meetings by teleconference according to this section. No more than four [Board/EC Board](#) members may utilize teleconferencing at an [Board/EC Board](#) meeting at no more than four teleconferencing locations. A [Board/EC Board](#) member wishing to use teleconferencing should notify the ~~Executive Director~~ Clerk of the [Board/EC Board](#) prior to the release of the agenda for the affected [Board/EC Board](#) meeting of the teleconference location that is accessible to the public. Agendas are typically released five (5) days in advance of the meeting. ~~or~~ designee, of the teleconference location at least eight (8) days prior to the affected Committee/~~Board~~ meeting. The teleconference location shall be accessible to the public. The ~~Executive Director~~ Clerk of the [Board/EC Board](#) will identify the teleconference location in the agenda of the meeting and ensure posting of the agenda at the teleconference location. Votes at a Committee/[Board/EC Board](#) meeting where teleconferencing is used will be taken by roll call. If more than four members request teleconferencing, the four selected shall be chosen on the basis of the order of request, and in the case of ties, by seniority on the [Board/EC Board](#).

Article 4 Conduct of Meetings

Section 4-1 Order of Business The business of each meeting of the [Board/EC Board](#) shall be transacted as far as is practicable in the following order:

- (a) Call to order;
- (b) Roll call of attendance;
- (c) Announcements by President;
- (d) Open public discussion from the floor;
- (e) Approval of minutes of prior meetings (may be included in the consent calendar);
- (f) Consent calendar;
- (g) Regular calendar;
- (h) Member comments and communications from the Executive Director; and
- (i) Adjournment.

~~(a) Call to order;~~
~~(b) Roll call;~~

- ~~(c) — Announcements by President;~~
- ~~(d) — Approval of minutes of prior meetings;~~
- ~~(e) — Consent calendar;~~
- ~~(f) — Open public discussion from the floor;~~
- ~~(g) — Regular calendar;~~
 - ~~(1) — Unfinished business;~~
 - ~~(2) — New business;~~
- ~~(h) — Member Comments and Communications; and~~
- ~~(i) — Adjournment.~~

The above order of business may be suspended or changed at any time upon order of the President. The consent calendar may contain those matters the nature of which have been determined by the Executive Director to be routine, and will be approved by a single action. Any item shall be removed from the consent calendar and placed for discussion on the regular calendar at the request of any member. EC Board~~energy Council~~ members who were not in attendance at a meeting but have read the minutes of the meeting may vote in connection with approval of those minutes. The vote on the consent calendar may be taken concurrently with the vote of the Waste Management Authority Board on its consent calendar. The regular calendar shall contain all other matters and business.

Open public discussion from the floor is provided for any member of the public wishing to speak on any matter within the jurisdiction of the Energy Council, but not listed on the agenda. Each speaker is limited to three minutes unless a shorter period of time is set by the President.

Section 4-2 Parliamentary Rules The rules and procedures set forth in Rosenberg's~~bert's~~ Rules of Order are hereby adopted for the government of this Board~~EC Board~~ in all cases not otherwise provided for in these Rules.

Section 4-3 Vote Required
The vote required for Board~~EC Board~~ action shall be as specified in the JPA. An abstention to vote by any member shall be construed as that member not voting on a particular matter.

Section 4-4 Alternate's Vote An agency alternate may vote on any matter under consideration only in the absence of the agency member from the meeting or as provided under Section 4-6 of these Rules.

Section 4-5 Roll Call Votes
Roll call votes shall proceed in the following manner:
(i) The presiding officer will direct the Clerk of the Board~~EC Board~~ to report on the Board~~EC Board~~ members who have joined or left the meeting since the roll call of attendance at the beginning of the meeting;

- (ii) The presiding officer will ask for a voice vote on the matter;
- (iii) If there are no “nay” votes or abstentions, the presiding officer will direct that the matter be reported as passed unanimously with the names of all [Board/EC Board](#) members in attendance reported as voting in favor;
- (iv) If there are any “nay” votes or abstentions, the presiding officer will direct the Clerk of the [Board/EC Board](#) to call the name of each agency and record the vote of the representative of the agency and then report the total number of “aye,” “nay” and “abstain” votes.
- (v) The roll call shall be in alphabetical order of the name of the agency, except that the President shall be called last.

~~Each roll call of the Board shall be in alphabetical order of the name of the agency, except that the President shall be called last.~~

Section 4-6 Roll Call Not Required The roll need not be called in voting upon a motion except when requested by a member or otherwise required by law. If the roll is not called, in the absence of objection, the President may order the motion unanimously approved.

Section 4-7 Voting Ineligibility Any member attending an [Energy Council/EC Board](#) meeting and ineligible to vote on any matter under consideration by the [Council/EC Board](#) at that meeting shall briefly describe the reason for being ineligible and then leave the [Council/EC Board](#) table before the matter is considered and refrain from participation in any action concerning the matter. If the member is ineligible due to a conflict of interest under the Political Reform Act, the member’s disclosure shall include the information required by that Act and the member shall leave the room and not be counted towards a quorum.
Notwithstanding the foregoing, a member is not required to leave the [Council/EC Board](#) table or room for matters that are on the consent calendar.
~~Any Board member ineligible to vote on any matter under consideration by the Board shall leave the Board table before the matter is considered and refrain from participation in any action concerning the matter.~~

Article 5
Meetings of
Committees

- Section 5-1 Committees: Specific Committees, Notice of Meetings and General Rules The ~~Board~~EC Board or President may establish Committees from time to time to advise the ~~Energy Council~~EC Board. Committees shall be subject to these Rules.
Any meeting of a Committee that constitutes a quorum of the ~~Board~~EC Board shall be noticed as both a meeting of the Committee and a meeting of the ~~Board~~EC Board. General rules pertaining to Committees are as follows:
- (1) Only Committee members are permitted to vote on matters before the Committee.
 - (2) Committees are not empowered to take final agency action on behalf of the ~~Board~~EC Board.
 - (3) A majority of the Committee members present and voting is required for adoption of recommendations/actions.
 - (4) ~~Board~~EC Board members who are not Committee members may attend Committee meetings, but will not count toward formation of the quorum necessary to conduct the meeting.
 - (5) In absence of a ~~Board~~EC Board member appointed to a Committee that ~~Board~~EC Board member's alternate shall serve as a member of the Committee exactly as if a regular appointee to the Committee.
- Section 5-2 Committee Vacancy When a vacancy occurs on any Committee, the ~~Board~~EC Board shall be notified and the ~~Energy Council~~EC Board President shall recommend appointment of members to said Committee, subject to confirmation by the ~~Energy Council~~EC Board.
- Section 5-3 Cancellation and/or Reschedule of Regular Committee Meetings Any regular Committee meeting of the ~~Energy Council~~EC Board may be canceled or rescheduled by the President, or the Executive Director with the consent of the President, no less than seven (7) calendar days prior to the scheduled date of such meeting. Notification of cancellation or reschedule shall be mailed to all parties who are notified of regular meetings of the Committee.
- Section 5-4 Special Meetings Special Committee meetings may be called by order of the President or the Executive Director with the consent of the President or by a majority of the members of the Committee. The order calling the special meeting shall specify the time of the meeting and the business to be transacted at such meeting.

Section 5-5 Adjourned Meetings Any regular meeting of ~~the~~a Committee may be adjourned to any date prior to the date established for the next regular meeting. Any adjourned regular meeting is part of the regular meeting. Any special meeting may be adjourned, and any adjourned special meeting is part of the special meeting.

Section 5-6 Effect of Holiday If any meeting day or adjourned meeting day falls on a holiday, the meeting of the Committee shall be specially scheduled by the Committee.

Section 5-7 Absence of a Quorum In the absence of a quorum, the members present shall adjourn the meeting to a stated time and place, and the absent member shall be notified. If all members are absent, the Executive Director shall adjourn the meeting to a stated time and place and notify all members pursuant to Section 3-7 of these Rules.

Section 5-8 Teleconferencing ~~Committee members unable to attend a meeting in person may participate in meetings by teleconference in accordance with this section. No more than two Committee members may utilize teleconferencing per Committee meeting at no more than two teleconferencing locations. A Committee member wishing to utilize teleconferencing should notify the Clerk of the BoardEC Board prior to the release of the agenda for the affected Committee meeting of the teleconference location that is accessible to the public. Agendas are typically released five (5) days in advance of the meeting. The Clerk of the BoardEC Board will identify the teleconference location in the agenda of the meeting and ensure posting of the agenda at the teleconference location. Votes at a Committee meeting where teleconferencing is utilized will be taken by roll call in accordance with the procedures for meetings of the Energy CouncilEC Board. If more than two members request teleconferencing, the two selected shall be chosen on the basis of the order of request, and in the case of ties, by seniority on the Energy CouncilEC Board. A Committee member wishing to use teleconferencing should notify the Executive Director, or designee, of the teleconference location at least eight (8) days prior to the affected Committee meeting. The teleconference location shall be accessible to the public. The Executive Director will identify the teleconference location in the agenda of the meeting and ensure posting of the agenda at the teleconference location. Votes at a Committee meeting where teleconferencing is used will be taken by roll call.~~