

GOVERNING PROTOCOLS

The Orange County Veterans and Military Families Collaborative

A California Unincorporated Association

Article I: Name of OCVMFC

The name of this unincorporated association is the Orange County Veterans and Military Families Collaborative (“OCVMFC”).

Article II: Purpose of OCVMFC

The OCVMFC’s purpose is to support veterans and military families of Orange County, California and surrounding areas by advocating for more effective and efficient services. To this end, the OCVMFC (i) will foster and promote an enhanced network of organizations and associations (and persons associated with these organizations and associations), whose goals and purposes support the veterans and military families of Orange County; and (ii) shall facilitate and participate in training, educational and informational activities that support its members, veterans and military families.

Article III: Membership and Participation in the OCVMFC

Membership in the OCVMFC may be attained by organizations and associations that provide programs and services, advocate for, and aid veterans and military families in Orange County, in accordance with these governing protocols.

Section 3.1 – OCVMFC Membership Term

The membership term for Members in the OCVMFC shall be indefinite.

Section 3.2 – OCVMFC Membership Categories and Privileges

- a. An “OCVMFC Member Agency (“Member Agency”) is a public or private agency, organization or association which currently provides programs and services or advocates on behalf of veterans and military families in the Orange County and surrounding areas.
 - i. Membership with voting rights in the OCVMFC shall be as an organization and not as an individual.
 - ii. To be eligible for consideration for Agency membership in the OCVMFC, an organization must provide a service or product, either as a public/governmental agency, as a non-profit entity, or as an educational institution.
 - iii. Each Agency shall designate on its application to the OCVMFC a Key Contact (“Agency Key Contact”), who shall represent the Agency in matters relating to its participation.
 - iv. Each Agency shall be expected to remain in good standing within the community as determined by the Steering Committee on a case-by-case basis. Any Agency Member that is not in good standing by the Steering Committee will be required to relinquish their membership in the OCVMFC.
- b. An OCVMFC Agency Participant (“Agency Participant”) shall be defined as an individual either employed by or otherwise associated in an official capacity with an OCVMFC Member Agency.
 - i. A Member Agency may authorize any number of Agency Participants, at its own discretion and may withdraw its approval of any Agency Participant at any time.

- ii. Agency Participants may participate in meetings, Working Groups, and committees. Only the designated Key Contact is authorized to vote on behalf of the Member Agency.
- c. An OCVMFC Individual Participant (“Individual Participant”) shall be defined to include the following: (1) any current or former military member; and (2) any individual committed to supporting veterans and their causes, who lives or works in Orange County.

Section 3.3 – OCVMFC Membership Application Procedures

- a. An agency, organization, association or individual interested in joining the OCVMFC must first apply through www.OCVMFC.info.
- b. The Steering Committee will review each new application or appoint an ad-hoc committee to do so, for membership and determine each applicant’s eligibility.
- c. OCVMFC agency membership may be revoked by a quorum of the Steering Committee. All other categories of membership may be revoked by a 75% vote of Steering Committee Members present.
- d. A member of a Working Group may be excluded by a simple majority vote of the members of that Working Group present.

Section 3.4 – Participation in Working Groups

Since the primary work of the OCVMFC is done in Working Groups, all OCVMFC participants are expected to serve on a Working Group to maintain good standing. A general exception to this requirement is made for the first year of membership, to allow newly enrolled participants to explore the Working Groups and decide where they might make the best contribution to the OCVMFC.

Article IV: OCVMFC General Meetings

The OCVMFC’s Members and other participants shall meet regularly at a place to be designated from time to time by the Steering Committee. Subject to the discretion of the Steering Committee, the OCVMFC will normally hold its General Meetings quarterly, approximately four times per year. General Meetings will be open to the public and notices of meetings will be distributed to the Members via the OCVMFC’s preferred method of electronic communications, as outlined in Section 6.5.

Article V: OCVMFC Steering Committee

Section 5.1 – Purpose

The Steering Committee is the leadership entity for the OCVMFC and shall be responsible for providing guidance, along with fostering the growth and development of the OCVMFC. The Steering Committee shall represent and answer to the will and interests of the entire membership of the OCVMFC.

Section 5.2 – Composition, Appointment, and Voting Rights

Voting rights shall be bestowed upon the following Steering Committee Members: Executive Committee Members, Working Group Chairs, Standing Committee Chairs (except for the Nominating Committee) and the following Community Representatives: At-Large Members (3) and Convener’s Designee. In addition, the Steering Committee will include the following, minus voting rights: CalVet Representative, Orange County VSO Representative, and VA Representative. The Steering Committee shall be comprised of the following:

- a) *OCVMFC Executive Committee*: each duly elected officer to include the Chair, Vice Chair, Chair Emeritus, Secretary and Convener Designee.

- b) *OCVMFC Working Group Chairs*: each duly elected chair of the various permanent Working Groups (WGs) of the OCVMFC shall serve as a Steering Committee Member. If it becomes necessary for a WG Chair to designate his/her WG Vice-Chair as the representative at a Steering Committee meeting, the WG Vice-Chair will be accorded all the same rights and privileges as the WG Chair. The WG Chair is encouraged to notify the Steering Committee Chair and Secretary prior to the designation of the WG Vice-Chair. Only one representative may speak or vote at the Steering Committee meetings.
- c) *Standing Committee Chairs*: each duly elected chair of the various permanent Standing Committees (committees in support of the OCVMFC) shall serve as a Steering Committee Member. If it becomes necessary for a Standing Committee Chair to designate his/her Vice-Chair as the representative at a Steering Committee meeting, the Vice-Chair will be accorded all the same rights and privileges as the Chair. The Chair is encouraged to notify the Steering Committee Chair and Secretary prior to the designation of the Vice-Chair. Only one representative may speak or vote at the Steering Committee meetings. Exception: Nominating Committee will be appointed and formed as needed for officer elections.
- d) *OCVMFC At-Large Members*: The Steering Committee, at its discretion, may add a maximum of three (3) at-large members to the Steering Committee (the "At-Large Steering Committee Members"). The specific process for selecting At-Large Steering Committee Members shall be conveyed to the OCVMFC's membership in advance of the selection process, to assure optimal awareness and participation by eligible, interested parties.
- e) *Convener's Designee*: The Convener, whose role and selection are described in Article VII below, shall designate in writing its official representative to the Steering Committee upon re-election.
- f) *CalVet*: an official liaison of the California Department of Veterans Affairs ("CalVet"), to be appointed by the Director of CalVet or his/her designee, at his or her discretion. The CalVet Liaison shall serve for a period of two years, with such appointment (or reappointment) to be made in conjunction with the election and appointment of other Steering Committee members.
- g) *VSO*: The Orange County Veteran Service Office shall be represented by an appointed staff member to the Steering Committee. This representative will serve a term of two years.
- h) *US Department of Veterans Affairs*: an official liaison of the US Department of Veterans Affairs ("VA"), to be appointed in writing by the Director of the VA Long Beach Healthcare System or his/her designee, at his or her discretion. The VA Liaison shall serve for a period of two years, with such appointment (or reappointment) to be made in conjunction with the election and appointment of other Steering Committee members.
- i) No member of the Steering Committee shall serve in a leadership capacity (Chair or Vice Chair) for more than one Working Group at a time or occupy more than one position on the Steering Committee.
- j) Any Steering Committee member currently serving as a publicly elected official, employee or political appointee of an elected official can be asked by the Steering Committee to recuse themselves from voting if there is a conflict of interest to their employer, held office or the OCVMFC.

Section 5.3 – Steering Committee Membership Terms of Office

Each Steering Committee Member shall serve for terms in accordance with the basis on which they were selected. Executive Members shall serve a term of 2 years unless reappointed by a vote. The Convener Appointee shall serve a term of 3 years, unless reappointed by a vote. All others shall serve a term of one year unless reappointed by vote.

Section 5.4 – Steering Committee Meetings and Voting

The Steering Committee shall meet monthly. For normal Steering Committee business, a quorum will consist of a simple majority (51%) of Steering Committee Voting Members present. For election of officers, a quorum shall consist of three-fourths (75%) of Steering Committee Members in their entirety. Except where otherwise specified in these Protocols, any issues voted upon will be decided by a simple majority vote of the Steering Committee Voting Members present. All votes shall be by hand, except those for the election of Steering Committee officers, as outlined in Section 6.2. Each Steering Committee Voting Member shall have one vote.

For all other matters, the Steering Committee members are encouraged to adhere to the *Robert's Rules of Order*. Currently the Steering Committee meets monthly, but the Steering Committee may decide to change the frequency of its meetings at its discretion. Notices of Steering Committee meetings, along with agendas will be posted via the Steering Committee's preferred method of electronic communications, by the appointed Secretary, as outlined in Section 6.5.

Section 5.5 – Steering Committee Duties

It shall be the responsibility of the Steering Committee:

- (a) To perform all duties imposed on it collectively or individually by these governing protocols.
- (b) To from time to time, as required to complete the objectives of the OCVMFC, appoint committees, Task Forces and Working Groups with various responsibilities, temporary or permanent, and to establish eligibility, qualifications, and name members to those committees and Working Groups. The Executive Committee of the Steering Committee will have the authority to appoint or remove Working Group Chairs.

Section 5.6 – Vacancies and Changes in Status

- (a) Vacancies in the Steering Committee shall exist (1) on the death, resignation or disability of any Steering Committee Member; and (2) whenever a Steering Committee Member, who is chair of a permanent Working Group steps down from that position or a Steering Committee Member who is a liaison or designate becomes disassociated from their respective organization, or may be removed by the Executive Committee of the Steering Committee.
- (b) In the event of any change in status that would alter a Steering Committee's eligibility to continue in a particular role, it shall be the obligation of that Steering Committee member to promptly inform the Steering Committee of that change in status. In such an event, if within 90 days from the date of his or her change in status, the member is duly designated as an Agency Key Contact by another Member Agency, he or she may continue in that role. Otherwise, he or she shall be replaced in that role under the relevant provisions of these protocols.
- (c) A vacancy involving a Steering Committee Member, who is the chair of a Working Group, shall be filled by the current vice chair of that respective Working Group, provided that vice chair is the official representative of a Member organization. In the event of the vacancy of a chair where the Working Group vice chair is not eligible to succeed the vacating chair, a new election will be held among eligible Working Group members to elect a new Working Group chair. In either case, the new chair shall serve as a member of the Steering Committee for the remainder of the term until the next round of Working Group leadership elections.
- (d) A vacancy involving a Steering Committee Member, who is a liaison or designate, shall be filled by a new liaison or designate appointed by the respective organization that the prior liaison or designate was representing.
- (e) Persons appointed to fill vacancies shall hold office for the unexpired terms of their predecessors.

Article VI: Steering Committee Officers

Section 6.1 – Officers

The Officers of the OCVMFC shall be as follows: Chair, Chair-Emeritus, Vice Chair, and Secretary. All officers shall have voting rights.

Section 6.2 – Qualifications and Election

a. *Chair and Vice Chair:*

1. *Qualifications:* Any Steering Committee Voting Member, with the exception of the Convener, is eligible to serve as Chair or Vice Chair. Candidates for Chair and Vice Chair will be elected by a majority (51%) vote of the Steering Committee Voting Members at the Steering Committee's annual meeting, and with a quorum of at least three-quarters (75%) of the members of the Steering Committee in its entirety present. Nominations shall be submitted by the Nominating Committee, as provided for in Section 9.2 below, to the Steering Committee. Elections for Officers shall be by ballot and there shall not appear any place on such ballot any indication as to who cast said ballot.
2. *Election:* To achieve election, a candidate for Chair or Vice Chair must receive a majority of votes cast. If there are three (3) or more candidates for either position, and one does not receive a majority, the person receiving the lowest number of votes will be dropped from each succeeding vote until one reaches a majority. Each voting member of the Steering Committee shall have one vote, in person or by proxy in writing.

b. *Secretary:*

1. *Nominations:* Any official designee of a Member Agency shall be eligible to serve as OCVMFC Secretary. A call for interest in serving as Secretary, and a recitation of the duties and qualifications, shall be made to the OCVMFC's Member Agencies via email at least one (1) month prior to the May Steering Committee meeting. Interested persons can nominate themselves. Nominations will be reviewed by the Nominating Committee, as provided for in Section 9.2 below, and recommendation(s) will be submitted to the Steering Committee for its consideration and voting.
2. *Voting:* Steering Committee Voting Members shall elect a Secretary from among those recommended by the Nominating Committee, by a majority (51%) vote, and with a quorum of at least three-quarters (75%) of the Steering Committee in its entirety present or by proxy in writing.

c. *Chair-Emeritus:*

The outgoing/retiring OCVMFC Chair will resume the office of Chair-Emeritus for a term of 2 years concurrent with the OCVMFC election cycle. The Chair-Emeritus will have full voting rights and will provide counsel and continuity to the incoming OCVMFC Chair and Steering Committee.

d. *Executive Committee:*

The Executive Committee Duties include:

Section 6.3 – Duties of the Chair

The Chair shall preside at all Steering Committee and regular meetings. He or she shall, by virtue of their office, chair the Steering Committee meetings and draft the agenda for all Steering Committee and OCVMFC General Meetings. He or she shall present at each Annual Meeting of the OCVMFC in June an annual report of the work of the OCVMFC. The Chair may also have other powers and duties as may be designated by the Steering Committee. (Upon election, the Chair may decide at his or her discretion whether or not he or she would like to continue in his or her current working group or Steering Committee capacity while maintaining the position of Chair).

Section 6.4 – Duties of the Vice Chair

The Vice Chair shall, in the event of the absence or inability of the Chair to exercise his or her office, become acting Chair of the OCVMFC with all the rights, privileges, and powers as if he or she had been the duly elected Chair. He or she shall be responsible for coordinating the programs held at OCVMFC General Meetings. The Vice Chair may also have other powers and duties as may be designated by the Steering Committee.

Section 6.5 – Duties of the Secretary

The Secretary shall keep the minutes and records of the OCVMFC and all meetings of the OCVMFC and its Steering Committee, in electronic format. The Secretary shall give, or cause to be given, notice of all General and Steering Committee meetings as required by these governing protocols.

The process for giving notice for General and Steering Committee Meetings shall be as follows:

- (a) The Secretary shall post to the Steering Committee, via the Steering Committee's preferred method of electronic communications, the notice, along with the agenda for each General meeting at least seven (7) days prior to the General meeting and for Steering Committee meetings at least three (3) days prior.
- (b) The notice shall ask for comments by Steering Committee Members, and all comments shall be received by the Secretary at least ten (10) days prior for General meetings and four (4) days prior for Steering Committee meetings.
- (c) Thereafter, for a General meeting, the Secretary shall post to the Members via the OCVMFC's preferred method of electronic communications, the revised notice, at least four (4) days prior to the meeting.
- (d) Thereafter, for a Steering Committee meeting, the Secretary shall post to the Steering Committee via the Steering Committee's preferred method of electronic communications, the revised notice, at least two (2) days prior to the meeting.

The Steering Committee, at its discretion, may change the timing of the notice requirements mentioned above.

Additionally, the Secretary shall post to the Steering Committee, via the Steering Committee's preferred method of electronic communications, an electronic copy of the minutes from all regular and Steering Committee meetings, once the minutes from the respective meeting are complete; these minutes shall be approved at the next Steering Committee Meeting by a majority (51%) vote of Steering Committee Voting Members, with a quorum present. The Secretary may also have other powers and duties as may be designated by the Steering Committee.

Section 6.6 – Steering Committee Officer Terms of Office

All Steering Committee Officers shall be elected to a term of two years. Said term shall commence at the June Steering Committee Meeting and conclude at the May Steering Committee meeting two years later.

Section 6.7 – Succession of Officer.

In the event of the death or resignation of the Chair, he or she shall automatically be succeeded by the Vice Chair. In the event of the death, resignation, disability or ascension of an officer other than the Chair, the Steering Committee, by a majority vote of a standard quorum, shall appoint a successor who shall serve the uncompleted term of the Officer being replaced.

Article VII: Convener

Section 7.1 – Purpose

The Convener is the entity that shall act as the principal coordinating body for the OCVMFC and shall provide continuity for the OCVMFC. The Convener leverages its resources, time and leadership in support of the strategic mission of the OCVMFC.

Section 7.2 – Qualifications

Any Member Agency who can fulfill the duties outlined in Section 7.4 is qualified to serve as Convener.

Section 7.3 – Election and Term of Office

The Convener shall be elected (or re-elected) every third year, by a majority (51%) vote of the Steering Committee Voting Members at the same meeting at which Steering Committee officers are elected, and shall serve until the June Meeting three years after such election (or re-election).

Section 7.4 – Duties

It shall be the duty of the Convener:

- (a) To ensure that the intent and purpose of the OCVMFC is maintained in alignment with the governing protocols, as outlined in Article II.
- (b) To provide a repository for all OCVMFC materials and ensure that electronic archives of all OCVMFC documents, minutes and other historical records are maintained.
- (c) To work with the Secretary and other designated resources to collect, register, and maintain the contact and identifying information of all Members of the OCVMFC and all Steering Committee Members.
- (d) To facilitate and aid, as required, with General and Steering Committee meetings, activities and initiatives.
- (e) Upon selection (or retention) of a Convener, a Memorandum of Understanding (MOU) shall be put in place memorializing all specific obligations expected by the OCVMFC, and agreed upon by the Convener, during their upcoming term.
- (f) Appoint a voting representative (designee) to contribute to the Executive Committee of the Steering Committee.
- (g) Leverage its resources, time and leadership in support of the strategic mission of the OCVMFC.

Article VIII: Working Groups

Section 8.1 – Definition

The Working Groups of the OCVMFC are a collection of qualified Members and participants that are required to meet monthly to address a specific issue, fulfill a specific vision, or report on a particular focus related to veterans and military families. The Working Groups will have a veteran and veteran family focus on services provided.

Section 8.2 – Establishment

All Working Groups, Standing Committees, Ad-hoc Committees and Task Forces of the OCVMFC shall initially be established by the Steering Committee. Permanent Working Groups may be established in Steering Committee meetings by a seventy-five percent (75%) vote of Steering Committee Voting Members, with a standard quorum present.

Section 8.3 – Duties

The OCVMFC's permanent Working Groups shall be endowed with the responsibilities, goals, and powers the Steering Committee determines, at its discretion. Current permanent Working Groups are listed below:

- Children and Families Working Group
- Education Working Group
- Employment Working Group
- Faith Based Working Group
- Health & Wellness Working Group
- Housing Working Group
- Legal and Re-Entry Working Group
- Older Adult Veterans

To ensure clarity of purpose, as well as effective outreach and sharing of information, each Working Group shall, under the guidance of its duly elected leadership, draft a concise statement of its mission and goals in a strategic plan to be incorporated in the OCVMFC 5-Year Strategic Plan. Such mission statements shall be reviewed, and updated or amended as appropriate, at the first regular meeting of the respective Working Groups following the election (or re-election) of its leadership each year, and shared with the Steering Committee upon its ratification by the Working Group.

Section 8.4 – Working Group Meetings

It shall be the responsibility of the respective Chairs to ensure that each Working Group shall meet every month. The Vice Chair or a designate of each Working Group shall be responsible for sending a copy of the agenda and/or summary of each Working Group meeting to the Secretary.

Section 8.5 – Working Group Participation and Noticing of Working Group Meetings

The proceedings of all permanent Working Groups shall be conducted in such a place and manner as to be open to any current, properly enrolled OCVMFC participant. The leadership of each Working Group shall be responsible for ensuring that meetings of their respective Working Groups are fully and properly noticed to allow for maximum awareness and participation of all qualified OCVMFC participants. Such noticing shall include, at a minimum, conveying the location, date, and time of meetings to both the Secretary and the designated member(s) responsible for managing the OCVMFC's website and other electronic communications. In the event that no regular, properly noticed meeting of a Working Group is held for three successive months, the OCVMFC Steering Committee may, at its discretion, direct either that the Working Group's Vice Chair assume the duties of Chair, or that a special election to select new leadership for the Working Group be held.

Section 8.6 – Election of Working Group Chairs and Vice Chairs

Each OCVMFC Working Group shall have a duly elected Chair and a Vice Chair. Working Group leadership shall be elected at the first Working Group meeting of each New Year, no later than the end of February. Working Group Chairs shall serve for a term of one year from their election, and until the meeting the following year at which elections for that year are held, unless re-elected.

Section 8.7 – Qualifications for Election and Service as Working Group Chairs and Vice Chairs

- a. *Working Group Chair:* To be eligible to serve as Chair of a Working Group, a participant shall be required to be the designated Key Contact of a qualified Agency Member of the OCVMFC at the time of that Working Group's election of its leadership, and must have been in attendance for at least two of

the past three meetings of that Working Group immediately preceding the election. OCVMFC participants, with the exception of those serving on OCVAC but representing a separate organization, currently serving as employees or political appointees of elected officials shall not be eligible to serve as Working Group Chairs.

- b. *Working Group Vice Chair:* any properly enrolled member of a Working Group shall be eligible to serve as Vice Chair for that Working Group, provided that member has attended at least two of the previous three meetings of that Working Group.

Section 8.8 – Conduct of Working Group Leadership Elections

- a. *Noticing of elections:* all elections for leadership of a particular Working Group, whether on an annual basis or in the event of a vacancy, shall be properly noticed, to ensure maximum awareness and participation by current Working Group and OCVMFC participants.
- b. *Nomination of and voting for Working Group candidates:* Nominations of Working Chair candidates shall take place at the meeting at which such voting is to take place. Any fully qualified member of a Working Group may nominate himself or herself to stand as a candidate for Chair of that Working Group. Voting shall be by ballot and there shall not appear any place on such ballot any indication as to who cast said ballot. To achieve election as Chair, a candidate must receive a majority of votes cast. If there are three (3) or more candidates for Chair, and one does not receive a majority, the person receiving the lowest number of votes will be dropped from each succeeding vote until one reaches a majority. Each voting member of the Working Group shall have one vote and said vote shall not be made by proxy.
- c. *Selection of Vice Chair:* a separate vote shall be held for the position of Vice Chair, with nominations to be drawn from all members of the Working Group eligible to serve as Vice Chair.
- d. *Qualification to vote:* in order to be eligible to participate in the voting for the leadership of a particular Working Group, a person must be (1) properly enrolled as a participant in the OCVMFC, and (2) must have attended at least two of the past three meetings of that Working Group.
- e. *No undue influence:* in order to ensure the transparency and integrity of the process for the election of Working Group leadership, the following provisions shall apply: (1) no more than one member of a given organization may participate in the voting, and (2) where a Working Group participant has a conflict of interest, that participant shall be expected to recuse himself or herself from the voting.

Section 8.9 – Succession of Working Group Leadership

In the event of the resignation of a Working Group Chair or other change in status which would preclude his or her continuation in that role, he or she shall automatically be succeeded by the current Vice Chair for that Working Group. In such an event, an election for a new Vice Chair shall be held at the next regularly scheduled meeting of that Working Group. Notice of the pending election shall be made through the Steering Committee to the OCVMFC's membership via the preferred method for OCVMFC communications, and the same standards for eligibility as during the annual Working Group election process shall apply.

Article IX: Committees

Section 9.1 – Standing Committees: Creation and Term

Standing committees may be established in Steering Committee meetings by a seventy-five percent (75%) vote of Steering Committee Voting Members, with a standard quorum present. Permanent committees shall be endowed with the responsibilities, goals, and powers the Steering Committee determines at its discretion. Standing Committees are to be structured the same as Working Groups with a Chair and Vice-Chair determined by elections and regularly scheduled meetings determined by the group as needed. Current permanent committees are listed below:

Government Relations Committee
PR/Marketing Committee
Resources Committee
Nominating Committee

Section 9.2 – Nominating Committee

The Nominating Committee, comprised of no more than three (3) Steering Committee Members, shall be appointed yearly in April or before then, at the discretion of the Steering Committee, and shall be responsible for recommending to the Steering Committee nominees for the Officers of the OCVMFC. Steering Committee Members on the Nominating Committee shall be prohibited from being nominated for any of the Officer positions. The Nominating Committee shall report to the Steering Committee its nominees for the Officer positions at least fourteen (14) days before the May Steering Committee meeting at which its Officers are to be elected.

Section 9.3 Ad Hoc Committees

All *ad hoc* committees of the Steering Committee shall be appointed by the Steering Committee and their term of office shall be for a period determined by the Steering Committee at the time of their creation. *Ad hoc* committees shall be endowed with the responsibilities, goals, and powers the Steering Committee determines at its discretion. *Ad hoc* committees may be established in Steering Committee meetings by a simple majority (51%) vote of Steering Committee Voting Members, with a standard quorum present.

Article X: Principal Office

The principal office of the OCVMFC shall be located at the business office of the Convener, or at such other place that may be designated by the Steering Committee.

Article XI: Amendments

These governing protocols may be altered, amended, repealed, or added to by a vote of not less than seventy-five percent (75%) of Steering Committee Voting Members, with a quorum of three-fourths (75%) of members in their entirety present, at any regular or special Steering Committee meeting, provided notice for the Steering Committee includes the proposals for amendments. Except in extraordinary circumstances, it shall be the policy of the OCVMFC that proposed changes and revisions to these protocols shall be considered on an annual basis through the Executive as provided for in Section 9.1, above. Any proposed amendment or alteration shall be submitted to the Steering Committee, in writing or via the Steering Committee's preferred method of electronic communications, at least ten (10) days before the meeting at which they are to be acted upon. The Chair shall present any enacted amendments to the Members at the next regular meeting after the amendments are enacted.

Article XII: License to Use OCVMFC Logo

Without the express permission by the Chair, Vice Chair, and one other Steering Committee member in advance, the brand and logo of the OCVMFC shall not be used by any Member in any material, publication or communication disseminated by that Member, except for the dissemination of the minutes, agendas, meeting materials for any regular or Steering Committee Meeting, or other uses considered administrative in nature.

Article XIII: Complaints and Conflicts of Interest

Any Member can send a written and signed complaint to the Chair or Vice Chair concerning any potential issues with the OCVMFC or the Steering Committee, including Member or Steering Committee

Member conflicts of interest. Chair or Vice Chair, upon his or her discretion, shall attempt to resolve the issue and if unable to do so shall bring the complaint to the attention of the Steering Committee at its next meeting.

Article XIV: Dissolution

Upon dissolution or winding up of the OCVMFC, its records and files shall be distributed to the Convener for maintenance and safeguarding in accordance with any applicable laws or regulations and for such duration as necessary under any such prevailing laws or regulations.

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Date Governing Protocols Ratified by the Steering Committee: July 15, 2015

Date Amended Governing Protocols Ratified by the Steering Committee: August 18, 2016

Date Amended Governing Protocols Ratified by the Steering Committee: _____