

Fort Scott Council

Bylaws

Section I: Purpose:

The purpose of the Fort Scott Council (“Council”) is to provide the Executive Director of the Presidio Trust (“Trust”) with recommendations related to the redevelopment of the Fort Winfield Scott campus in the Presidio of San Francisco.

Section II: Authority

The Trust Executive Director has determined that the establishment of the Council is in the public interest. The Council is subject to the Federal Advisory Committee Act (FACA), as outlined in its Charter filed with the Congress on August 20, 2012.

Section III: Membership Selection and Appointment

Members of the Council are appointed by the Trust, Executive Director for a period of two years. Members’ terms may be extended by mutual option in the event that the Council is renewed beyond its initial two-year charter. Members will be selected to represent public, non-profit, for-profit and academic perspectives on service. Expertise will be sought that will bring a variety of viewpoints and balance to the Council.

Membership includes the responsibility to attend Council meetings personally. The Trust reserves the ability to replace any member who is unable to fully participate in the Council meetings. Alternate members will be permitted to represent those individuals appointed by the Trust only by prior written agreement.

Section IV: Meeting Procedures

The Council will meet three to four times annually. Meetings will be called by the Trust, Designated Federal Official (DFO) in consultation with the Chairman according to the following considerations:

A. Agenda: The DFO will approve the agenda for all meetings. The Trust will distribute the agenda to the members prior to each meeting and will publish an outline of the agenda with the notice of the meeting in the Federal Register. Items for the agenda may be submitted to the DFO and/or the Chairman by any member of the Council. Items may also be suggested by non-members, including members of the public.

B. Minutes and Records: The Trust's DFO will prepare minutes of each meeting and will distribute copies to each Council member. Minutes of open meetings will be available to the public upon request. Minutes of closed meetings will also be available to the public upon request, subject to the withholding of matters about which public disclosure would be harmful to the interests of the Government, industry, or others, and which are exempt from disclosure under the Freedom of Information Act (FOIA). The minutes will include a record of the persons present (including the names of Council members, names of staff, and the names of members of the public from whom written or oral presentations were made)

and a complete and accurate description of the matters discussed and conclusions reached, and copies of all reports received, issued or approved by the Council.

All documents, reports, or other materials prepared by, or for, the Council constitute official government records and must be maintained according to GSA policies and procedures for Federal Advisory Committees.

C. Open Meetings. Unless otherwise determined in advance, all meetings of the Council will be open to the public. All materials brought before, or presented to, the Council during the conduct of an open meeting, including the minutes of the proceedings of an open meeting, will be available to the public for review or copying at the time of the scheduled meeting.

Members of the public may attend any meeting or portion of a meeting that is not closed to the public and may at the determination of the Chairman, offer oral comment at such meeting. The Chairman may decide in advance to exclude oral public comment during a meeting, in which case the meeting announcement published in the Federal Register will note that oral comment from the public is excluded and will invite written comment as an alternative. Members of the public may submit written statements to the Trust at any time.

D. Closed Meetings: Meetings of the Council will be closed only in limited circumstances and in accordance with applicable law. In addition, requests for closed meetings must be approved by the Trust's Office of General Counsel (OGC) 30 days in advance of the session.

Where the DFO has determined in advance that discussions during a Council meeting will involve matters about which public disclosure would be harmful to the interests of the government, industry, or others, an advance notice of a closed meeting, citing the applicable exemptions of the Government in the Sunshine Act (GISA), will be published in the Federal Register. The notice may announce the closing of all or just part of a meeting. If, during the course of an open meeting, matters inappropriate for public disclosure arise during discussions, the Chairman will order such discussion to cease and will schedule it for closed session. Notices of closed meetings will be published in the Federal Register at least 15 calendar days in advance.

Section V: Voting

When a decision or recommendation of the Council is required, the Chairman will request a motion for a vote. Any member, including the Chairman, may make a motion for a vote. No second after a proper motion will be required to bring any issue to vote.

Section VI: Role of Board Officials

Chairman: The Chairman works with the DFO to establish priorities, identify issues which must be addressed, determine the level and types of staff and financial support required, and serves as the focal point for the Council's membership. In addition, the Chairman is responsible for certifying the accuracy of minutes developed by the Council to document its meetings.

Vice Chair: The Vice-Chair works with the Chairperson to develop meeting agendas and to establish priorities. The Vice-Chair will Chair the meetings in the absence of the Chairman or as directed by the Trust Executive Director.

Designated Federal Officer: The DFO serves as the government's agent for all matters related to the Board's activities. By Law, the DFO must: (1) approve or call the meeting of the Board; (2) approve

agendas; (3) attend all meetings; (4) adjourn the meetings when such adjournment is in the public interest; and (5) Chair meetings of the Board, when so directed by the Trust, Executive Director.

In addition, the DFO is responsible for providing adequate staff support to the Board, including the performance of the following functions: (1) Notifying members of the time and place for each meeting; (2) Maintaining records of all meetings, including subgroup or working group activities, as required by Law; (3) maintaining the roll; (4) Preparing the minutes of all meetings of the Board's deliberations, including subgroup and working group activities; (5) attending to official correspondence; (6) maintaining official Committee records and filing all papers and submissions prepared for or by the Committee, including those items generated by subgroups and working groups; (7) acting as the Committee's agent to collect, validate and pay all vouchers for pre-approved expenditures; and, (8) preparing and handling all reports, including the annual report as required by FACA.

Section VII: Expenses and Reimbursement.

Expenses related to the operation of the Committee will be borne by the Presidio Trust. Expenditures of any kind must be approved in advance by the DFO, who will assure compliance with FACA and related policies and procedures.

The Trust will pay travel and per diem for Council members at a rate equivalent to that allowable for federal employees.