

Adopted: December 18, 2001
Amended: September 5, 2012

**MAYORS AND COUNCIL MEMBERS DEPARTMENT
LEAGUE OF CALIFORNIA CITIES
BYLAWS**

ARTICLE I -- NAME AND LOCATION

Section A Name

The name of this Department shall be the "Mayors and Council Members Department, League of California Cities" hereinafter referred to as "Department."

Section B Principal Place of Business

The principal place of business of the Department for mailing, telephone and other purposes shall be the League of California Cities, hereinafter referred to as "League" in the City of Sacramento, State of California.

ARTICLE II – PURPOSE AND POWERS

Section A Purpose

The purposes and functions of the Department shall be to:

- (1) Unite Mayors and Council Members to advocate and promote common goals.
- (2) Promote interest in and advance issues relating to municipal government.
- (3) Create opportunities to discuss issues that promote and establish sound public policy.
- (4) Promote cooperation between Mayors and Council Members.
- (5) Enhance the knowledge on issues affecting cities to allow Mayors and Council Members to be more effective.
- (6) Create networking opportunities between local, state and federal governments.
- (7) Assist the Board of Directors of the League in formulating policies.
- (8) Operate in accordance with the general policy of the League and take no action contrary to such policies, provided, however, that nothing in the foregoing shall be construed to limit or restrict the activities of the Department in recommending that such policies shall be changed.

- (9) Meet at least annually, as provided herein, provided that the Annual Conference of the League is considered one such meeting of the Department.

ARTICLE III – MEMBERS

Section A Membership

All Mayors and Council Members representing a member city of the League, as defined by the League Bylaws, are members.

Section B Voting

Members shall be entitled to vote and participate in all of the activities of the Department and to enjoy all of the privileges of membership. Each Mayor and Council Member representing a member city of the League present shall be entitled to one vote. Except in cases where otherwise provided, all voting in this department shall be by voice vote of the membership, unless a voting card count is requested by a majority of the members and/or the presiding official. A majority of the votes cast by the members in attendance shall be necessary for a decision. Votes cast on questions affecting municipal policy reflect the opinion of the Department and do not commit individual members, cities or the League to the decision.

Section C Non-members

Any city which is not a member of the League, its officers, employees, and any guest of a member may attend any regular meetings of the Department but shall not participate in voting or in any of the privileges of membership.

ARTICLE IV – OFFICERS

Section A Officers

The officers of the Department shall be President, First Vice President, Second Vice President, Immediate Past President and State League Director.

Eligibility to hold office in the Department shall be limited to Mayors and Council Members of any member city.

Section B Terms and Vacancies

- (1) Terms. The President, First Vice President and Second Vice President shall serve for a term of one (1) year. The State League Director shall serve for

no more than one consecutive term of two (2) years. The term of office of the President, Vice Presidents and State League Director shall commence immediately after the adjournment of the annual conference of the League.

- (2) Vacancies. A vacancy in any of the offices shall occur when the officer either resigns from the office or ceases to be a Mayor or Council Member. A vacancy in the office of President shall be filled automatically for the unexpired term by the First Vice President. A vacancy in the office of First Vice President shall be filled automatically by the Second Vice President. A vacancy in the office of Second Vice President shall be filled by election at the next department meeting. A vacancy in the office of Immediate Past President shall be filled for the unexpired term by the last Past President continuing to be a Mayor or Council Member.

Section C Rotation of Officers

The First Vice President shall be nominated to become President and the Second Vice President shall be nominated to become First Vice President. If the Executive Committee, in accordance with Article VII, Section A, determines that an officer is ineligible, unable or unwilling to perform the duties of the office to which they would otherwise succeed, that office shall be filled by an elected official from the same area of the state.

Section D Qualifications for Leadership Roles

The following criteria should be considered along with all other relevant factors when selecting department officers, appointing Policy Committee representatives, and members of standing committees for the Department:

- (1) Demonstrated interest and commitment to serving and strengthening the Department.
- (2) Depth of knowledge and experience in city government.
- (3) Involvement in League programs and activities.
- (4) Willingness and demonstrated ability to provide energetic leadership.

Section E Elections

Election of the President, First Vice President and Second Vice President of the Department shall be held annually at the annual conference of the League. Election of the State League Director shall be held in even numbered years at the annual conference of the League. The Chair of the Nominating Committee shall preside over the election of officers.

The Second Vice President vacancy shall be filled by rotating nominations annually in the following order:

Southern California¹
Northern California¹

The State League Director vacancy shall be filled by rotating nominations between Southern and Northern California (boundaries as defined by the League of California Cities bylaws) beginning in the year 2014.

Section F Nominations Procedures

(1) Appointment of the Nominating Committee. The nominating committee shall be formed pursuant to Article VII, Section B of these Bylaws.

(2) Application Process. The President of the Department shall announce the availability of applications for Second Vice President each year and State League Director in even numbered years.

The Nominating Committee shall establish and publish a deadline for submitting applications, which may be extended if no applications have been received by the published deadline, provided that the extension is announced in written form to all members of the Department.

(3) Meeting of the Nominating Committee. The Nominating Committee shall meet to review the applications and conduct interviews for the office of Second Vice President.

The nominating committee shall compile a list of proposed nominees, one for each of the following department offices: President, First Vice President, Second Vice President, and, in even-numbered years or when a vacancy in the office of the Director has occurred, State League Director.

The Nominating Committee's recommendations shall be communicated to the President and the Executive Committee prior to the meeting of the Department for election of officers. The Chair of the Nominating Committee shall be responsible for presenting its report of nominations for Second Vice President, First Vice President, President and, in even numbered years, State League Director at the election of officers at the annual conference of the League. Following the Nominating Committee's report, additional nominations from the floor shall be entertained for all offices.

ARTICLE V – DUTIES OF OFFICERS

Section A President

The President shall preside at the meetings of the Executive Committee and at membership meetings, perform all duties specified under these bylaws, be

¹ As defined by League of California Cities, Board of Directors policies.

generally responsible for work of the Department and perform such other duties as ordinarily pertain to the office of President of similar organizations. Pursuant to League policies, the President shall appoint Departmental representatives to the League Policy Committees, balancing appointments between members in Northern and Southern California. At the discretion of the President, candidates for the Policy Committees can be sought through advertising in the Department publications, email notices or other League of California Cities publications or activities. Appointees are expected to make every effort to attend the designated Policy Committee meetings and provide a brief summary for the Mayors and Council Members Newsletters.

The President shall appoint additional standing or temporary committees to undertake major activities as needed, subject to the approval of the Executive Committee. The President shall appoint a member of the Department as interim State League Director in the event of a vacancy until the next Department election. The President shall appoint the Chair of the Nominating Committee pursuant to Article IV, Section F of the Bylaws.

In order to assure relevance of the Department's programs, the appointed Policy Committee members and other interested elected officials may form an Advisory Committee to the Department. In this capacity, proposed content for the Annual New Mayors and Council Members Academy, annual Department meeting and other conferences or meetings conducted by the Department will be presented by League staff for comment to assist the Executive Committee in approving the content for these meetings.

Section B **First Vice President**

The First Vice President shall act in the place and stead of the President during the President's absence or inability to act. The First Vice President shall be responsible for overseeing the Strategic Planning effort of the Department and shall perform any other duties assigned by the President.

Section C **Second Vice President**

The Second Vice President shall act in the place and stead of the President during the President's and First Vice President's absence or inability to act. The Second Vice President shall be responsible for overseeing the Mayors and Council Members Academy and shall perform any other duties assigned by the President.

Section D **State League Director**

The State League Director shall represent the Department on the Board of Directors of the League. The State League Director shall keep the Department membership apprised of League Board activities and serve as a liaison between the Department and the League Board. At a minimum, the Director shall provide

a brief report that includes a summary of the League Board activities for the Mayors and Council Members Newsletters.

ARTICLE VI – MEETINGS

Section A Definition

Conference calls and on-line discussions may be considered a meeting for purposes of these Bylaws.

Section B Regular

Regular meetings of the membership of the Department shall be held at least annually at such time and place determined by the Executive Committee. Regular meetings of the Executive Committee of the Department shall be held at such times and places as the President or the Executive Committee directs, but not less than quarterly.

Section C Special

Special meetings of the membership of the Department and of the Executive Committee may be held at any time upon call of the President or upon petition of 25 percent of the membership. No such special meeting may be held, however, unless written notice thereof is given at least 72 hours in advance of such special meeting, which notice shall specify the time, place and purpose of such special meeting, and no other business shall be transacted except that for which said meeting is called. In the case of a Department special meeting, notice shall be given to each member city; and, in the case of an Executive Committee special meeting, notice shall be given to each Executive Committee member.

Section D Quorum

A majority of the members present shall constitute a quorum for the transaction of business at any meeting of the Department.

Section E Procedure

The conduct of the meetings shall be governed by the League Bylaws, Bylaws of the Department and by the parliamentary procedure as used by the League's Board of Directors.

Section F Notice of Meetings

Notice of meetings shall be given to all members at least two weeks in advance. Notice shall contain time, place of meeting and any issues to be discussed.

Section G **Facilities**

Facilities selected for a meeting place shall be readily accessible to, and useable by, individuals with disabilities.

ARTICLE VII – STANDING COMMITTEES

Section A **Executive Committee**

(1) Role and Powers. The Executive Committee shall conduct the business of the Department.

(2) Composition. The Executive Committee of the Department shall be composed of the President, First Vice President, Second Vice President, State League Director and the Immediate Past President of the Department who is still a Mayor or Council Member of a member city.

(3) Quorum. A majority of the members shall constitute a quorum for the transaction of business at any meeting of the Executive Committee.

(4) Voting. Votes of the Executive Committee will be determined by a majority of all Executive Committee members present and voting.

Section B **Nominating Committee**

(1) Role and Powers. The Nominating Committee shall compile a list of proposed nominees, one for each of the following department offices: President, First Vice President, Second Vice President; and, in even-numbered years or when a vacancy in the office of the Director has occurred, State League Director. The Nominating Committee shall make its recommendations after having complied with the procedures specified in Article IV, Section F of these Bylaws.

(2) Formation and Composition. The Nominating Committee shall consist of not less than five (5) members, with at least two (2) members from Northern and Southern California, respectively. The President shall appoint a member of the Department to serve as Chair of the Nominating Committee. Each member of the Executive Committee shall appoint one person to serve on the Nominating Committee. The president shall announce the appointments in writing either in the Western City Magazine, the Newsletter for the Mayors and Council Members Department or other form of written communication to all members of the Department. No member of the Nominating Committee shall be a current member of the Executive Committee or seeking any office of the Department.

Section C **Bylaws Committee**

The Department President may appoint a Bylaws Committee and Chair,

consisting of not less than five (5) members. The Bylaws Committee will take any proposed amendments under study and submit its report and recommendations to the Executive Committee for action.

Section D Strategic Planning Committee

The Department President may appoint a Strategic Planning Committee, consisting of not less than five (5) members. The Department First Vice President shall automatically be Chair of the Committee. The Strategic Planning Committee shall prepare a strategic plan and work plan for Executive Committee action.

Section E Mayors and Council Members Academy Committee

The Department President shall appoint a Committee consisting of nine (9) members to oversee the Mayors and Council Members Academy. The Department Second Vice President shall automatically be Chair of the Committee.

Section F Advisory Committee

The Policy Committee members of the Department and other interested elected officials appointed by the President may serve as an Advisory Committee to the Department. The Advisory Committee shall provide suggestions and feedback to the Executive Committee on proposed content for the Annual New Mayors and Council Members Academy, annual Department meeting and other conferences or meetings conducted by the Department.

Section G Reports to Membership

The Chairperson of each standing committee will provide a written quarterly report to the Executive Committee. The report will describe the past and prospective committee activities. The Chairperson may also be asked to briefly report on the committee's work at Department meetings.

ARTICLE VIII – AD HOC COMMITTEES

Section A Authority

Upon direction of the Department Membership, the Executive Committee or the Department President, Ad Hoc Committees may be established to analyze a special issue pertinent to the Department's membership and/or to provide a forum for the generation, collection and dissemination of information.

Membership selection and Chair shall be determined by the President of the Department. The term or office of Ad Hoc Committees shall automatically

terminate at the close of the annual conference held subsequent to the committee's appointment, unless the term is extended by the Department Membership, Executive Committee or President of the Department.

ARTICLE IX – AMENDMENTS

Section A Authority

These Bylaws may be amended at a regular or special meeting of the Department upon affirmative action of two-thirds (2/3) of all members present, provided the proposed amendment(s) shall have first been prepared in writing and submitted to the Executive Committee for its review and consideration. The proposed amendments and any written comments from the Executive Committee shall be sent by electronic mail to each member at least fifteen (15) calendar days prior to the meeting at which they will be considered for review and approval. Such amendments or any approved modification thereof shall take effect immediately after approval of the membership.

ARTICLE X – CONFLICT OF BYLAWS

Section A Authority

If any portion of these Bylaws are declared to be contradictory or in any way in conflict with the League's Bylaws then that portion shall become inapplicable and the League's Bylaws shall prevail.

Approved and Adopted: _____ DATE: _____

**Robert Johnson, President
Mayors and Council Members Department**