

ALAMEDA COUNTY MAYORS' CONFERENCE

BYLAWS

WHEREAS, the Mayors of the cities of Alameda County, California have banded themselves together into an organization known as the ALAMEDA COUNTY MAYORS' CONFERENCE; and

WHEREAS, the purposes of said organization are to:

- . develop and maintain a means of cooperative effort and understanding in matters of mutual interest and concern;
- . assemble information helpful in the consideration of problems peculiar to the various areas of the County;
- . provide guidance for united action by their respective cities in dealing with local municipal affairs;
- . serve as a City-County relations organization;
- . consider, study and make recommendations regarding regional problems;
- . explore all practicable avenues of thought advanced in the interest of local public welfare and policies;

NOW, THEREFORE, BE IT RESOLVED that the following Bylaws be, and are hereby, adopted:

1. The membership of the Alameda County Mayors' Conference, hereinafter the Conference, shall consist of the Mayors of the incorporated cities in Alameda County.
2. Mayors shall be deemed qualified for and shall be admitted to membership in the Conference upon their qualification for the office of Mayor of their respective cities. Until such qualification, the current Mayor, Vice Mayor or Mayor Pro Tempore, shall continue to serve as the official representative.
3. For the purposes of voting and quorum requirements, a Mayor may designate as his/her alternate any member of the City Council to attend business meetings of the Conference in his/her absence. Alternates to voting members do not

participate in committee meetings.

4. Each City duly represented at meetings shall have one vote.
5. A voting representation of a majority of all member cities shall constitute a quorum for the transaction of business of the Conference, as provided herein.
6. Except as provided herein, Robert's Rules of Order, Revised, shall constitute the parliamentary authority for the Conference.
7. The Conference hereby adopts and shall be subject to the provisions of the Ralph M. Brown Act.
8. Dues will be assessed annually for membership. Such dues shall be in an amount adequate to satisfy any incurred or planned expenses and shall be assessable in whatever manner is adopted by a majority vote of the membership. Special assessments may be made during the course of a budget year, as defined herein, subject to the approval of a majority of the membership.
9. Officers of the Conference shall consist of a PRESIDENT, VICE PRESIDENT, IMMEDIATE PAST PRESIDENT, EXECUTIVE DIRECTOR, and TREASURER. All officers except the Executive Director and Treasurer shall be members of the Conference and shall be selected in the matter hereinafter set forth.
10. A Conference Executive Committee shall be established by the President and be comprised of the Conference President, Vice President, the most Immediate Past President available and eligible to serve, two members of the Conference, one of whom has been elected as Mayor by his/her Council, and an alternate. (Mayors who are elected by their Councils do not serve as President or Vice President but do have representation on both the Nominating and Executive Committees.) The attendance policy requires that any regular member of the Executive Committee who misses three straight meetings can be replaced.

The powers and duties of the Executive Committee shall be as follows:

- a. The Executive Committee shall review and may revise the proposed annual budget and assessment schedule as prepared by the Executive Director each year. Each year the proposed budget and assessment schedule recommended by the Executive Committee shall be submitted to the Conference for approval.
- b. The approved budget and assessment schedule shall apply to the term January 1 through December 31 of each year.
- c. After adoption of the annual budget and assessment schedule by the Conference membership, the Executive Committee shall control all expenditures in accordance with such budget.
- d. The Executive Committee shall have the power to transfer funds within the total budget in order to meet unanticipated needs or changed situations. Such action shall be reported to the Conference.
- e. The Executive Committee shall recommend the appointment of each Executive Director, subject to the approval of the majority of the Conference membership.
- f. The Executive Committee shall recommend the appointment of each Treasurer, subject to the approval of the majority of the Conference membership. The Treasurer shall be an official of one of the incorporated cities of Alameda County. The Executive Committee is empowered to grant a reasonable fee, if necessary, to such officer for services performed.
- g. The term of office of Treasurer shall be at the discretion of the Executive Committee.
- h. The Executive Committee shall also serve as the Legislative Committee. The purpose of the Legislative Committee is to develop legislative positions and to lobby on behalf of the positions that have been adopted by a majority of the Mayors' Conference.

11. When the President assumes office in May, he/she shall select the Nominating Committee, consisting of the President, Vice President, two elected Conference members, one other member who has been elected Mayor by his/her Council, and an alternate. (Mayors who are elected by their Councils do not serve as President or Vice President but do have representation on both the Nominating and Executive Committees.) The attendance policy states that any regular member of the Nominating Committee who misses three straight meetings can be replaced. The Nominating Committee members shall also serve as the City Selection Committee members. The City Selection Committee makes recommendations to the full Mayors' Conference membership for appointment to various statutory bodies or advisory groups in conformance with the requirements of applicable State legislation.

It is the intent of the Alameda County Mayors' Conference that Mayors hold all Conference appointments to county and regional bodies unless precluded from serving. Accordingly, the Nominating Committee and the Conference shall adhere to the following priorities in recommending and making selections for appointment: Priority 1 - Mayors; Priority 2 - Councilmembers; Priority 3 - Members of the public. If no Mayor applies for consideration of appointment to a regional body within the established schedule, then the Nominating Committee shall inform the membership at a regularly scheduled meeting that the position will remain open for applications from Mayors until the next regularly scheduled meeting. The Nominating Committee will consider a recommendation to appoint a councilmember only when the councilmember has been nominated by the current Mayor of his/her city. Any Mayor who is serving a one-year or two-year appointment can fulfill that term when he/she leaves office if the Mayor remains a member of the City Council. Any other appointment will be considered vacant when the appointee is no longer a Mayor or City Councilmember; that vacancy will be brought before the Conference to be filled so that there is no interruption of representation.

12. Nomination and election of officers shall be held at the regular monthly meeting of the Conference in May of each year, and may be held at other times as vacancies occur.
13. Nominations shall be made by the Nominating Committee and may also be made from the floor and shall be declared closed for each office after a call by the President for additional nominations. Voting members only shall make all nominations and seconds.
14. An election for each office, beginning with that of President, shall be held immediately after all nominations and seconds have been made.
15. Officers shall take office immediately after all have been elected and shall serve until disqualified or until a successor is selected by the Conference.
16. Their duties shall be as follows:

PRESIDENT:

To preside at all meetings, maintain order, decide questions of parliamentary procedure, appoint committees authorized by the membership, and designate the chairs thereof, call special meetings when requested in writing by a majority of the members of the Mayors' Conference or when he/she determines it is appropriate and perform such other duties as are usually incident to such office as elsewhere herein provided.

VICE PRESIDENT:

To perform the duties of President in his/her absence, or upon the President's inability to serve.

EXECUTIVE DIRECTOR:

To serve as staff to the Conference; to maintain contact with the State delegation from Alameda County; to insure proper representation before county and regional agencies; to keep a record of the Conference meetings; to keep a record and ascertain the qualifications of each member; to maintain the official records of the Conference in keeping with the records retention schedule; to attend meetings of the Committees of

the Conference in order to provide technical assistance; to work with the Treasurer to prepare the annual budget and the annual audit for the Executive Committee to consider; to coordinate any special events.

TREASURER:

To insure that a proper record of all financial transactions of the Conference is maintained; to insure that all dues and revenues which accrue to the Conference are received and placed in a qualified depository; to provide regular statements of the financial status of the Conference, covering revenue and expenditures; to work with the Executive Director in the preparation of the proposed annual budget and the annual audit; to perform any other related duties.

17. An annual audit of the budget and all financial transactions of the Conference shall be made by the Executive Committee. For the purpose of conducting the audit, the Executive Committee shall retain the services of a private certified public accounting firm.
18. Regular meetings of the Conference shall be held on the second Wednesday of each month at 6:30 p.m.; if that date falls on a Federal holiday, the meeting will be held on the next regular business day. The host city shall determine the location of the meeting. The membership shall be notified of all meetings at least one week in advance thereof.
19. Special committees may be authorized by the membership and appointed by the President from time to time for specific purposes and periods of time. When so authorized and appointed, such committees shall perform such functions as are specifically assigned to them by the membership and report their findings or actions to the membership in writing.
20. All internal committee assignments shall terminate at the end of the May meeting of the Mayors' Conference each year.
21. These Bylaws may be amended by a majority vote of the membership but only after such amendment has been proposed at a regular meeting and continued to the next regular meeting for final action. A final vote or other action on a proposed amendment may not occur unless all members have been given

notice of the proposed amendment at the prior regular meeting or by written communication at least ten days prior to the date of the regularly scheduled meeting where the final vote or other action is on the agenda.

Adopted - January 8, 1954
Amended - July 8, 1960
Amended - October 8, 1969
Amended - May 5, 1971
Amended - November 12, 1975
Amended - April 13, 1977
Amended - September 12, 1984
Amended - September 10, 1992
Amended - January 8, 1995
Amended - April 12, 2000
Amended - July 11, 2007
Amended - October 10, 2007
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Amended - May 13, 2009
Amended - October 11, 2017