

**PROCEDURAL RULES OF THE COMMISSION ON THE STATUS OF WOMEN
OF SAN MATEO COUNTY**

Rule 1 Authority and Purpose.

These Procedural Rules of the Commission on the Status of Women of San Mateo County (the “Commission”) are adopted pursuant to San Mateo County Board of Supervisors Resolution Nos. 65019 and 69276, which set forth the Standing Rules for County Boards, Commissions, and Advisory Committees. These Procedural Rules shall be submitted to County Counsel for review and approval, and thereafter filed with the Clerk of the Board of Supervisors.

Section 1.1 Purpose.

The duties of the Commission include assessing women’s needs in San Mateo County (the “County”), informing and educating others about the status of women in the County, advising the Board of Supervisors on matters concerning women in the County, and honoring the achievements of women in the County.

Rule 2 Members.

The Commission should reflect the diversity of women in the County.

Section 2.1 General.

The Commission was created by the Board of Supervisors Resolution(s) No(s). 45604, adopted on April 17, 1984 and subsequently amended by Board of Supervisors Resolutions Nos. 61601, 61664, 64958 and 65339. The members, the their terms, and their duties are as set forth in the above-referenced Board of Supervisors Resolution(s), and in the event of an inconsistency, said Resolution(s) will take precedence over these Procedural Rules.

Section 2.2 Number.

The Commission shall consist of 19 voting members, including 17 adults and 2 youth.

Section 2.3 Appointment.

All members shall be appointed by the Board of Supervisors of San Mateo County (the “Board”) and shall serve at the pleasure of the Board.

Section 2.4 Length and Limitation of Terms.

Adult members shall serve four (4) year terms. At the conclusion of a term, an adult member may be reappointed to another term. Members seeking re-appointment shall be in good standing with regard to meeting attendance, and committee participation. No member appointed by the Board may serve on the Commission for more than a total of twelve (12) years of full terms. This limitation does not include partial terms at the beginning or conclusion of a member’s service. Youth members shall serve two (2) year terms. The Commission may also be assigned Youth Commissioners through a process with the Youth Commission, and those youth will serve concurrent terms on this Commission and the Youth Commission.

Section 2.5. Dates of Terms.

Terms are for a fixed period. They shall begin on January 1 of the applicable calendar year and end on December 31^{of} the applicable calendar year. The fact that a member may be appointed or begin his or her service in the middle of a term does not affect the starting or ending dates of the term.

Section 2.6 Resignation.

Any member may resign effective on giving written notice to the Clerk of the Board, unless the notice specifies a later time for his or her resignation to become effective. The acceptance of a resignation shall not be necessary to make it effective. The Commission President and the Commission Director should be notified.

Section 2.7 Removal.

Any member appointed by the Board may be removed from office at any time with or without any reason by the Board.

Section 2.8 Vacancies.

Any vacancy on the Commission, however created, shall be filled for the unexpired term by the Board.

Section 2.9 No Individual Authority.

No member of the Commission shall act on behalf of the Commission unless specifically authorized to do so through Commission approval. At no time, shall a member approach (as a representative of the Commission) any elected official or County Department Head or County Division Director prior to receiving approval by the Commission. Unauthorized action may result in a recommendation for dismissal to the Board of Supervisors.

Section 2.10 Action by the Board.

Notwithstanding the foregoing, the qualifications, terms and other conditions of Commission membership shall be as determined from time to time by action of the Board.

Rule 3 *Officers.*

The Officers shall include a President, who shall preside at all meetings of the Commission, and a Vice-President who shall preside at the meetings in the event that the President is absent or otherwise unable to act. If both the President and Vice-President are absent or unable to act, the immediate Past President will act as President *pro tempore*, who, while so acting, shall have all of the authority of the President. If the President, Vice-President and Immediate Past President are absent or unable to act, the members present shall select one of the members to act as President *pro tempore*. The President and Vice President shall be elected at the General Meeting in November or at an adjournment of that meeting. The term of office is one (1) year. No member may hold the position of President or Vice-President for more than two consecutive terms. In order to run for the office of President or Vice-President, a member must be in good standing with regard to meeting attendance and committee participation.

Section 3.1 Officer's duties.

The duties of the President shall including the following:

- Chairing meetings of the Commission;
- Providing leadership in setting and fulfilling the goals of the Commission;
- Setting meeting agendas;
- Calling special meetings of the Commission upon request of at least three (3) members of the Commission;
- Coordinating the annual retreat and development of the annual work plan;
- Coordinating meetings with the Executive Committee;
- Representing the Commission as needed at County and community events; and
- Coordinating with the Commission Director on all of the above.

The Vice-President shall assist and work with the President in carrying out the above-referenced duties.

When both President and Vice-President are unable to serve, the immediate Past President will serve until officer(s) return(s) or these positions are filled. The immediate Past President will serve on the Executive Committee with the President and Vice- President, will chair the Bylaws Review Ad Hoc Committee (when it is convened) and will chair the Nominating Committee.

Section 3.2 The Executive Committee.

The Executive Committee shall consist of the immediate Past President, President and Vice-President. The purpose of the Executive Committee is to develop meeting agendas in collaboration with the Commission Director and to be available for non-policy business decisions of the Commission when necessary between meetings. The Commission Director will attend all Executive Committee meetings.

Section 3.3 Nominating Committee.

A nominating committee shall be appointed by the Executive Committee to insure that the nominating procedures are followed and to prepare a slate to be presented at the October meeting for the positions of President and Vice-President of the Commission. This committee will include the immediate past President.

Rule 4 Meetings.

Sec. 4.1 Regular and Special Meetings.

The date, time and place of regular meetings shall be established by resolution of the Commission. The Commission shall hold at least six (6) regular meetings each calendar year. Special meetings shall be held at any time and place at the call of the President or a majority of the seated members.

Sec. 4.2 Open and Public.

Notwithstanding certain exceptions under the Ralph M. Brown Act, California Government Code section 54950, *et seq.* (the “Brown Act”), and any other applicable law, meetings of the Commission shall be open and public and all persons shall be permitted to attend.

Sec. 4.3 Notice.

Notice of Commission meetings shall be provided as set forth in the Brown Act.

Sec. 4.4 Attendance and Participation.

Members must attend the meetings of the Commission and the committees on which they serve. If a member is unable to attend a meeting, he or she shall so inform the Commission Director in advance and provide the reason for the absence. Failure to attend a meeting without notifying the Commission

Director in advance shall be treated as an unexcused absence, except in cases of emergency or extreme hardship. Two (2) unexcused absences in a six-month period may be grounds for removal from the Commission by the Board.

The Executive Committee may approve a leave of absence for up to three (3) months from the activities of the Commission and excuse absences in excess of those permitted if they result from extenuating circumstances. Leaves of absence must be requested in writing and provided to the President and Commission Director.

Sec. 4.5 Other Meetings.

Within two (2) months of the election of new officers, the Commission shall set a date and time for an annual retreat and work plan session. At the annual retreat, the Commission shall review its activities, and members shall develop a plan for the succeeding year. All members must actively serve on at least one committee to accomplish said annual plan.

Sec 4.6 Commission Members as Liaisons.

In the absence of a Commission established committee, the Commission's work may be accomplished through Commission member liaisons. Commission members shall volunteer as liaisons to existing groups on issues relevant to the Commission.

A liaison is approved by the Commission with a majority vote. A liaison is approved to pursue issues agreed upon by the Commission, but not necessarily requiring action by a sub-committee or the full Commission.

A liaison supports the Commission's stance when speaking on its behalf. Liaisons shall report their activities at monthly Commission meetings, which will be included in the Annual Report.

Sec. 4.7 **Quorum.**

A majority of the seated members of the Commission shall constitute a quorum for the transaction of business at any meeting of the Commission. A majority of the committee members shall constitute a quorum for the transaction of business at any meeting of a committee. Members on an approved leave of absence are not used to calculate a quorum.

Sec. 4.8 **Meeting Agendas.**

The Commission Director in consultation with the President and Vice President, shall prepare an agenda for every meeting, which shall set forth a brief general description of each item of business to be transacted or discussed at the meeting and the time and location of the meeting. Members of the Commission may submit agenda items to the Commission Director and the President by the 15th day of the month. Each agenda for a regular meeting shall provide an opportunity for members of the public to address the Commission directly on items of interest to the public that are within the subject matter jurisdiction of the Commission.

At least 72 hours before a regular meeting, the agenda shall be posted in the Hall of Justice and Records, 400 County Center in Redwood City at a location designated by the Clerk of the Board of Supervisors and on the Commission website.

No action shall be taken at a regular meeting on any item not appearing on the posted agenda unless permitted under the Brown Act or other applicable law. Examples of such permissible circumstances include: unless at least one of the following apply: (1) the Commission determines by a majority vote that an emergency situation exists under California Government Code section 54956.5; (2) the Commission determines by a two-thirds vote of the members, or, if less than two-thirds of the members are present, by a unanimous vote of those members present, that there is an immediate need to take action and that the need to take action came to the attention of the Commission subsequent to the posting of the agenda; or (3) the item was included in the posted agenda for a meeting of the Commission occurring not more than five calendar days prior to the date action is taken on the item, and at the prior meeting the item was continued to the meeting at which action is being taken.

At least 24 hours before a special meeting, the Commission Director shall post the agenda for the meeting in the Hall of Justice and Records, 400 County Center in Redwood City at the location designated by the clerk of the board and on the Commission website. Business which has not been set forth in the posted agenda shall not be considered by the Commission at such special meeting.

Sec. 4.9 Conduct of Business.

The items on the agenda shall be considered in order unless the President announces a change in the order of consideration at the meeting. Unless an agenda item identifies a particular source for a report, the President or Commission Director shall present the item, after which members may comment, and then the topic shall be open to public comment.

Sec. 4.10 Voting.

All official acts of the Commission shall be adopted on motion, duly made, seconded and then adopted by an affirmative vote by a majority of the quorum.

Sec. 4.11 Minutes.

The Commission Director shall prepare the minutes of each regular and special meeting of the full Commission. The minutes shall be an accurate summary of the Commission's consideration of each item on the agenda and an accurate record of each action of the Commission. At a subsequent meeting, the minutes shall be submitted for approval by a majority of the quorum. When approved, the minutes shall be kept with the record of proceedings of the Commission. The Chair of each Standing Committee (or Work Group) shall be responsible for preparing minutes of their respective committee. Committee minutes will be forwarded to the Commission Director one week prior to the regular meeting of the Commission for inclusion with the regular meeting materials.

Sec. 4.12 **Closed Sessions.**

The Commission shall meet in closed session only as permitted by applicable law. The Commission shall report the actions taken at a closed session to the public as required by applicable law. A closed session minute book shall be established and maintained for minutes of all closed sessions that shall reflect only on the topics of discussion and decisions made at the session. The closed session minute book shall be kept confidential and not be a public record and shall be available only to the members, except as otherwise required by applicable law.

Sec. 4.13 **Public Records.**

All documents and records of the Commission, not exempt from disclosure by applicable law, shall be public records under the California Public Records Act (California Government Code section 6250 *et seq*).

Rule 5 ***Committees.***

Sec. 5.1 **Meeting Agendas.**

Committee Chairs will provide a committee meeting agenda and any materials to be presented at committee meetings to the Commission Director at least 5 (five) business days in advance of the meeting so that the agenda can be posted in accordance with the Brown Act.

Sec. 5.2 **Creation of Committees.**

The Commission may by resolution, from time to time, create and fill such committees and subcommittees as it deems necessary to carry out its purposes.

Sec. 5.3 **Standing Committees.**

The Commission's standing committees shall be the Executive Committee, the Nominating Committee and any others determined annually by the Commission.

Sec 5.4 **Committee Chairs.**

Chairs of committees shall be selected at the annual Commission retreat either through volunteering or by appointment with a confirming vote of a quorum of the Commission.

Sec. 5.5 Meetings.

Regular meetings of committees and subcommittees shall be held at such times and places as are determined by the Commission. Special committee meetings may be held at any time and public place as may be designated by the Chair or Co-chairs of the committees or a quorum of the committee.

Sec. 5.5 Open and Public.

Unless otherwise provided by law, meetings of committees and subcommittees will be open and public.

Rule 6 Conflicts of Interest Policy.

No member of the Commission shall make, participate in making or in any way attempt to use the member's position to influence a decision in which the member knows or has reason to know the member or any entity that the member represents has a financial interest.

Rule 7 Annual Work Plan.

The Commission will develop an annual work plan, and submit an annual report to the Board of Supervisors.

Rule 8 Oath of Office.

Before beginning service, each member of the Commission will take an oath of office to be personally administered by the Clerk of the Board of Supervisors, a deputy of said Clerk, or other authorized official.

Rule 9 Amendment of Procedural Rules.

These Rules may be amended only by an affirmative vote of a quorum of the Commission.