

## CULTURE & ARTS COMMISSION BY-LAWS

1. **Purpose and Intent.** The membership and duties of the San Bruno Culture & Arts Commission ("CAC") (the "Commission") are prescribed in the San Bruno Municipal Code. These Bylaws set forth the procedural rules for the conduct of Commission meetings.
2. **Meetings.** The Commission shall conduct its business in accordance with Chapter 2.50 (Culture and Arts Commission) of the San Bruno Municipal Code, these Bylaws, the Ralph M. Brown Act (Government Code Section 54950 et seq.) and the Code of Conduct adopted by the City Council by way of Resolution No. 01-2604.
  - 2.1 **Regular Meetings.** The Commission shall hold regular meetings at 6:30 p.m. on the third Thursday of every January, March, May, July, September, and November, except that no meeting shall be held if a regular meeting day falls on a legal holiday. Regular meetings shall be held at the San Bruno City Hall or other location as determined by the City Council.
  - 2.2 **Public Meetings.** All meetings and study sessions of the Commission shall be open to the public. Closed sessions may be held only when (specifically authorized by the Brown Act.
  - 2.3 **Cancellation of Regular Meetings.** The Commission may cancel an upcoming regular meeting for lack of a quorum. Notice of the cancellation shall be posted in lieu of an agenda.
3. **Organization of the Commission.**
  - 3.1 **Officers.** The Commission shall elect from its membership a Chair, who shall preside over meetings. The Commission shall also elect a Vice- Chair, who shall preside in the absence of the Chair. The Chair and Vice- Chair are sometimes referred to herein as the "presiding officer." The Chair shall have the following powers:
    - 3.1.1 To call to order the meeting and to conduct the order of business as set forth in the agenda;
    - 3.1.2 To adjust the agenda, if needed, at the time of the meeting with the approval of the Commission;
    - 3.1.3 To move, second, debate and vote;
    - 3.1.4 To rule motions in or out of order;

- 3.1.5 To determine whether a speaker from the audience has exceeded his or her time or is otherwise out of order;
- 3.1.6 To rule on questions of parliamentary procedure based generally on Robert's Rules of Order;
- 3.1.7 To sign all resolutions and other documents necessitating his or her signature;
- 3.1.8 To call a brief recess during a meeting;
- 3.1.9 To appoint members to subcommittees with the approval of the Commission; and
- 3.1.10 To maintain decorum.

The presiding officer's determination as to any of the above matters may be overruled by a majority of the members present.

- 3.2 **Organizational Meeting.** At its first meeting in January, the members shall elect a Chair and Vice-Chair from among its members.
- 3.3 **Term of the Chair and Vice-Chair.** The term of office of the Chair and Vice Chair shall be one year. A member may serve more than one consecutive term as Chair or Vice-Chair. Nothing shall prevent the Commission from removing and replacing the Chair or Vice-Chair at any time during their respective terms, provided that the item is properly on the agenda of the meeting.
- 3.4 **Vacancy in the Office of Chair or Vice-Chair.** A vacancy in the office of Chair or Vice-Chair shall be filled for the remainder of the unexpired term by election at the next meeting provided the election has been noticed on the agenda.
- 3.5 **Vacancy of a Member's Seat.** A member may resign by submitting his or her resignation in writing to the Chair. The resignation is effective and irrevocable when submitted. In the event of an unscheduled vacancy of any member's seat prior to the expiration of his or her term, the City Council (or in the case of an individual appointment, the applicable Councilmember) may appoint a member to serve the remainder of the unexpired term. The newly appointed member shall take and subscribe to the oath of office before the next regular meeting after his or her appointment by the City Council.

- 3.6 **Quorum.** A majority of the total membership of the Commission shall constitute a quorum for the transaction of business. Where there is not a quorum present, the Secretary of the Commission shall announce that no meeting will be held due to lack of a quorum, and shall announce the date of the next regular or adjourned meeting. When a member is disqualified due to a financial conflict of interest, his or her presence shall not be considered in determining the presence of a quorum. Any decision of the Commission shall require a vote of the majority of the members present and qualified to vote.
- 3.7 **Subcommittees.** The Commission may from time to time establish either standing or ad hoc subcommittees consisting of any number less than a quorum of its membership for the purposes of studying a specific area of concern. Standing subcommittees (that have a regular meeting schedule or continuing subject matter jurisdiction) are subject to all of the requirements of the Brown Act. The Commission may refer matters to a subcommittee to report back to the full Commission at a future date. The subcommittee report will be considered advisory and its recommendations are subject to action by the full Commission.
- 3.8 **Absences from meetings.** If a member of the Culture & Arts Commission is absent from more than two regular meetings within any twelve-month period, excused or unexcused, the office of such member shall be vacated and the Chair shall immediately notify the Secretary, who shall notify the City Council that said office is vacant. Upon such notification, a successor for the remainder of the term of such member shall be appointed by City Council.
- 3.9 **Oath of Office.** Newly appointed members shall take and subscribe to the oath of office before assuming their duties. The oath may be given by a City official authorized to do so by State law.

#### 4. **The Commission Agenda.**

- 4.1 **Preparation of the agenda.** The Secretary of the Commission shall formulate and prepare the agenda for meetings.
- 4.2 **Posting of the agenda.** The City Clerk shall cause to be posted an agenda for each regular meeting in the designated posting locations not less than 72 hours prior to the meeting. Agendas for adjourned meetings shall be posted in the same fashion, unless the business to be undertaken is limited to the items on the agenda of the meeting at which the adjournment occurs and the meeting is adjourned to a date within five days of the adjournment. Agendas of special meetings shall be posted and provided along with the notice of the meeting as provided in paragraph 2.2 above.

- 4.3 **Affidavit of posting.** Immediately following the posting of the agenda, the City Clerk shall cause to be completed an affidavit of posting. The affidavit shall indicate the time and location of posting, and shall be signed under penalty of perjury. The City Clerk shall retain all such affidavits in accordance with the City's records retention policy.
- 4.4 **Order of Business.** Items shall be placed on the agenda substantially according to the following "Order of Business." Upon review of the agenda at the beginning of any meeting, the Commission may change the order of business in order to promote the efficiency of the meeting. The Order of Business for each regular meeting shall be as follows:
1. Call to Order
  2. Roll call
  3. Pledge of Allegiance
  4. Approval of Minutes
  5. Public Comments on Matters Not on the Agenda
  6. Conduct of Business
  7. Items prepared by Commissioners
  8. Future agenda items
    - Items require majority vote of commission
  9. Report out from Members and Subcommittee Reports
  10. Items from Staff
  11. Adjournment
- 4.5 **Description of Matters on the Agenda.** All items of business to be transacted shall be described briefly on the agenda in sufficient detail so that a reasonable person can determine the general nature of the matter under consideration. Not every recommendation or conceivable action or alternative need be listed. Generally, each item on the agenda shall contain a staff recommendation and the specific action requested to be taken.
- 4.6 **Adding Items of Business to a Future Agenda.** Any member may during "Items from Members" request that an item of business within the Commission's subject matter jurisdiction be added to a future agenda. Such requests require a majority vote of the Commission.
- 4.7 **Public Comments.** Members of the public shall be permitted to speak on each item of business on the agenda when the item is taken up and before action is taken on the item by the Commission. Each speaker shall have up to three (3) minute period to speak; time cannot be ceded to another speaker. In order to facilitate the conduct of the meeting, the Chair or the Commission may lengthen or shorten the three-minute period for all speakers on a particular agenda item based on the number of persons in attendance wishing to speak or the complexity of the matter under consideration. The "Public Comments" item shall be limited to items on

the Consent Calendar (and not pulled therefrom) and matters not on the agenda but within the subject matter jurisdiction of the Commission. An individual may speak only once during "Public Comments".

- 4.8 **Notification.** Upon written request on an annual basis and payment of the fee required by the City's fee resolution, the Secretary will mail agendas or agenda packets to any person.
5. **Minutes.** The action minutes of meetings shall be kept by the Secretary in accordance with the following policy:
  - 5.1 Minutes shall contain a record of all proceedings, motions, and actions. The minutes shall accurately reflect what occurred at the meeting.
  - 5.2 All motions, whether carried or not, shall be recorded, disclosing the author of the motion and the second, and the roll call vote.
  - 5.3 Minutes of public hearings shall list when available the names and City of residence of all persons who speak during the hearing. The minutes need not include detailed or verbatim transcriptions of public comments.
  - 5.4 An audiotape recording of all meetings shall be made and said recordings shall be kept for a period not less than thirty days following approval of the minutes, and shall be subject to disclosure during that time.
6. **Secretary.** The Department Director or his/her designee shall serve as the Secretary for the Commission. The Secretary shall:
  - 6.1 Keep the minutes of all meetings and transmit approved minutes to the City Clerk;
  - 6.2 Give or serve all notices required by law or by these rules;
  - 6.3 Formulate and prepare the agenda for all meetings;
  - 6.4 Be custodian of Commission records;
  - 6.5 Inform the Commission of correspondence relating to business of the Commission and attend to such correspondence;
  - 6.6 Handle funds allocated to the Commission, as directed by the applicable Department Director, and in accordance with its directives, the law, and City regulations; and
  - 6.7 Sign official documents of the Commission.

7. **Conduct of Meetings.**

7.1 **Action by the Commission.** The Commission shall proceed by way of motion. Any member, including the Chair, may make a motion and any member may second the motion except that the same person who made the motion cannot second it. A member may make only one motion at a time and a motion or second may be withdrawn by the maker at any time before a vote.

7.2 **Adoption by Majority Vote.** A motion shall be adopted by an affirmative vote of a majority of the members present provided a quorum is determined to exist. Members have a duty to vote "aye", or "nay" on each motion. Abstentions shall be cast only if the member declares:

7.2.1 The existence of a conflict of interest or other disqualification from voting; or

7.2.2 A lack of sufficient information upon which to base a vote due to absence from a previous meeting.

Abstentions are not counted in the vote tally.

7.3 **Rules of Decorum.**

7.3.1 **Rules for Members.** Members of the Commission shall conduct themselves in an orderly and businesslike manner to ensure that the business of the City shall be attended to efficiently and thoroughly and to ensure that the integrity of the deliberative process is maintained at all times. Members shall maintain a polite, respectful and courteous manner when addressing one another, City staff and members of the public during meetings.

a. Communication with Members

1) Members should request the floor of the Presiding Officer before speaking.

2) A member who is speaking shall attempt to avoid repetition and shall limit their comments to the subject matter at hand. Members should express their views without engaging in lengthy debates.

3) When one member is speaking, other members shall not interrupt or otherwise disturb the speaker.

- b. Communication with Members of the Public Addressing the Commission.
  - 1) Members may question a person addressing the Commission at the conclusion of the person's comments or upon expiration of the person's time to speak. Such questions shall be directed to the person through the Presiding Officer.
  - 2) Members shall not engage the person addressing the Commission in a dialogue with the Commission or City staff, but shall confine communication to a question and answer format conducted through the Presiding Officer.
  - 3) If a member of the audience has addressed the Commission on matters that are not on the agenda, members shall refrain from discussion of the matter. If a member so wishes, the member may, if appropriate, during the "Items from Members" portion of the meeting, direct the Secretary to place the matter on the next agenda, subject to the approval of the Commission.

### **7.3.2 Rules for City Staff.**

- a. Decorum. City staff shall not engage in public dialogue or debate with members of the public during public meetings. When addressed by the Commission, staff shall respond in a polite and respectful manner.

### **7.3.3 Rules for the Public**

- a. Members of the Audience. Members of the audience shall not engage in disorderly or boisterous conduct, including the utterance of loud, threatening or abusive language, whistling, stamping of feet or other acts which disturb, disrupt, impede or otherwise render the orderly conduct of the meeting infeasible.
- b. Persons Addressing the Commission.
  - 1) Any person wishing to speak in connection with any item of business on the agenda shall first be invited to voluntarily complete a speaker request slip and submit the slip to the Secretary, although completion of the speaker's slip is not required to speak.

- 2) No person shall address the Commission without first being recognized by the Presiding Officer.
- 3) No person addressing the Commission shall make repetitious, slanderous or irrelevant remarks, or engage in any other disorderly conduct which disrupts, disturbs or otherwise impedes the orderly conduct of the meetings.

7.4 **Adjournment of Meetings.** Meetings shall adjourn not later than 10:30 p.m., or as soon thereafter as the Commission completes the item of business on the table at that hour, in which event items of business not yet addressed shall be continued to the next regular meeting or to an adjourned meeting. The Commission may by majority vote extend the meeting beyond 10:30 p.m. in order to complete more of its agenda.

## 8. **General**

8.1 The Commission and its activities are completely distinct from the Community Services Department.

8.2 No member shall use any public resources including the Community Services Department, City, and/or Commission letterhead and paper in any private activity.

8.3 Any communication on behalf of the Commission must come from the Community Services Department Director or designee.

9. **Robert's Rules of Order.** If a matter arises that is not covered by these rules, the Brown Act or the San Bruno Municipal Code, the procedures of the Commission shall be governed by the latest revised edition of Robert's Rules of Order to the extent not inconsistent with laws governing public agencies.

10. **Amendments to By-Laws.** These by-laws may not be amended unless the proposed amendment has been presented to and approved by the City Council.