

# **City and County of San Francisco**

## **Sweatfree Procurement Advisory Group**

### *Bylaws – 2/9/2017*

#### **ARTICLE I – MEMBERSHIP AND DURATION**

**Section 1. Name.** In accordance with Chapter 12U of the San Francisco Administrative Code, there is established a Sweatfree Procurement Advisory Group (SPAG).

*Source: San Francisco Administrative Code Section 12U.6*

**Section 2. Representation.** The Sweatfree Procurement Advisory Group consists of eleven members. The Mayor and the Board of Supervisors shall each appoint five members. The Controller shall appoint one member. At least one of the Board of Supervisors' appointees and one of the Mayor's appointees must have significant experience representing employees in labor matters. At least one of the Board of Supervisors' appointees and one of the Mayor's appointees must have significant experience acquiring goods or services for a public entity. At least one of the Board of Supervisors' appointees and one of the Mayor's appointees must have significant experience as an advocate for human rights or the poor. The Controller's appointee shall have significant experience in finance, financial auditing, or accounting.

*Source: San Francisco Administrative Code Section 12U.6(c)*

**Section 3. Terms.** Each member shall be appointed to a term of two years. Each member shall serve at the pleasure of the appointing authority

*Source: San Francisco Administrative Code Section 12U.6(c)*

#### **ARTICLE II – POWERS AND DUTIES**

##### **Section 1. Powers and Duties.**

The Sweatfree Procurement Advisory Group shall evaluate the industries engaged in the manufacture and sale of goods to determine whether contracts for any goods, in addition to apparel and garments, should be targeted for enforcement, and to evaluate the implementation, administration, and enforcement of this Chapter. To determine whether a particular good shall be targeted for enforcement, the factors that the Sweatfree Procurement Advisory Group shall consider shall include, but not be limited to: (a) the amount the City has spent, and anticipates spending for such good; (b) evidence of Sweatshop Labor or other conditions prohibited by Chapter 12U in the manufacturing, assemblage or distribution of such good; and (c) any financial impact that targeting the good for enforcement will have on the City and County.

Each year, the Sweatfree Procurement Advisory Group shall submit a written report to the Director of the Office of Contract Administration and the Office of Labor Standards Enforcement that contains any recommendations on the administration, implementation, and enforcement of Chapter 12U, or the application of Chapter 12U to other goods. The report shall include the supporting information upon which each recommendation is based and a report on the financial impact that adoption of the recommendation will have on the City.

*Source: San Francisco Administrative Code Section 12U.6(a)*

### **ARTICLE III - CONDUCT**

**Section 1. Attendance.** Members must notify OLSE Staff at least 72 hours in advance of a scheduled meeting if they are unable to attend. Any member who misses three regular meetings of the SPAG within a six-month period without providing the required notice before each missed meeting shall be referred to his or her appointing authority.

**Section 2. Conflict of Interest.** No member of the SPAG shall participate in any decision which directly or indirectly affects his or her property or economic interests in a manner that is distinguishable from the manner in which the decision affects all other persons or a significant segment of all other persons in the City.

**Section 3. Resignation.** Any member of the SPAG may resign at any time by giving written notice to the Chairperson of the SPAG and to the appointing authority responsible for that member's appointment. The Chairperson shall forward such resignation notice to the SPAG members and the Office of Labor Standards Enforcement or any successor office. Any such resignation will take effect upon receipt or upon any date specified therein. The acceptance of such resignation at a SPAG meeting shall not be necessary to make it effective.

### **ARTICLE IV - OFFICERS**

**Section 1. Officers.** The officers of the SPAG shall consist of a Chairperson and Vice-Chairperson.

**Section 2. Chairperson Duties.** The Chairperson shall preside at all meetings of the SPAG, and shall submit such agenda, recommendations and information at such meetings as are reasonable and proper for the conduct of the business affairs and policies of the SPAG. The Chairperson shall sign all correspondence, resolutions, and such other official documents necessary to carry out the business of the SPAG.

**Section 3. Vice-Chairperson Duties.** The Vice-Chairperson shall perform the duties of the Chairperson in the absence or incapacity of the Chairperson. In the event of the death, resignation or removal of the Chairperson, the Vice-Chairperson shall assume the Chairperson's duties until such time as the SPAG shall elect a new Chairperson.

**Section 4. Election.** The Chairperson and Vice-Chairperson shall be elected at the SPAG Annual Meeting each year (see Article V below for definition of “SPAG Annual Meeting”).

Such officers of the SPAG shall hold office until the Annual Meeting of the year following their election and until their successors are elected and in office. Any such officer shall not be prohibited from succeeding himself/herself.

## **ARTICLE V - MEETINGS**

### **Section 1. Regular Meetings.**

The SPAG shall hold a regular meeting not less than once every month, unless the Chairperson determines that a quorum of Members cannot attend the regular meeting. The regular meetings of the SPAG shall be held on the 2<sup>nd</sup> Thursday of the month at the hour of 3:00pm at San Francisco City Hall or at such other location as designated in advance by the Chairperson.

In the event that the regular meeting date shall be a legal holiday, the Chairperson will set an alternate time or cancel the meeting until the next regular meeting date, at the discretion of the Chairperson.

The Chairperson shall deliver a meeting agenda and other documents necessary for the conduct of the business of the SPAG, by electronic mail or regular mail, at least 72 hours prior to the meeting.

**Section 2. Annual Meeting.** The Annual Meeting of the SPAG shall be the regular meeting of the SPAG that occurs in January, or the first meeting thereafter. At the Annual Meetings, in addition to regular business of the SPAG, officers shall be elected.

**Section 4. Open and Public Meetings.** All meetings of the SPAG shall be open and public to the extent required by law. All persons shall be permitted to attend any such meeting except as otherwise provided by law. At every meeting, members of the public shall have an opportunity to address the SPAG on matters within the SPAG’s subject matter jurisdiction. Public input and comment on matters on the agenda, as well as public input and comment on matters not otherwise on the agenda, shall be made during a time set aside for public comment: provided, however, that the SPAG may direct that public input and comment on matters on the agenda be heard when the matter regularly comes up on the agenda. The Chairperson may limit the total amount of time allocated for public discussion on particular issues and/or the time allocated to each individual speaker.

**Section 5. Posting Agendas/Notice.** Staff shall post a notice or agenda for each regular or special meeting of the SPAG, containing a brief description of each item of business to be transacted or discussed at the meeting together with the time and location of the meeting. Agendas/notices shall be posted at least 72 hours in advance of each regular or special meeting, at the (1) the Government Information Center of the Main Public Library and (2) the website of the Office Labor Standards Enforcement. In addition,

agendas/notices shall be emailed to the members of the Advisory Group and posted at the Regular Meeting location at least 72 hours in advance of each regular or special meeting.

**Section 6. Non-Agenda Items Matters.** Items brought before the SPAG at a regular meeting which were not placed on the agenda of the meeting shall not be acted upon by the SPAG at that meeting unless action on such matters is permissible pursuant to the Ralph M. Brown Act (Gov. Code § 54950 et seq.). Those non-agenda items brought before the SPAG, which the SPAG determines will require SPAG consideration and action and where SPAG action at that meeting is not authorized, shall be placed on the agenda for the next regular meeting.

**Section 7. Quorum.** The powers of the SPAG shall be vested in the members thereof in office. A simple majority of the number of serving members shall constitute a quorum for the purpose of conducting the SPAG business, exercising its powers and for all other purposes, subject to any limitations otherwise provided. When a quorum is not present, the other members may choose to adjourn a meeting until a quorum is obtained.

**Section 8. General SPAG Actions.** As long as a quorum is present at a meeting, the Group may take action by a vote of a majority of those members present at a meeting, subject to the limitations otherwise provided.

**Section 9. Legislative Recommendations.** Passage of a recommendation for legislative action to be made to the Board of Supervisors shall require at least 3 weeks of written notice of the proposed action to all members of the SPAG and the public and the affirmative vote of at least 6 SPAG members.

In the alternative, passage of a recommendation for legislative action shall require two readings at separate meetings of the SPAG. . Passage of a recommendation for legislative action to be made to the Board of Supervisors shall require the affirmative vote of a majority of the members present, and no fewer than 3 affirmative votes, at each of the two meetings. If the recommendation is substantively amended at its second reading, the recommendation shall require an additional reading at a subsequent meeting prior to final passage.

**Section 10. Minutes.** The minutes of the SPAG shall be in writing. Copies of the minutes of each meeting of the SPAG shall be made available to each member of the SPAG and the public. Approved minutes shall be posted online at OLSE's website.

## **ARTICLE VI – REPRESENTATION BEFORE PUBLIC BODIES**

**Section 1. Official representation.** Any official representation on behalf of the SPAG before the Board of Supervisors or any other public body shall be made by the Chairperson, the Vice-Chairperson in the Chairperson's absence, or a member of the SPAG specifically so designated by a vote of the SPAG.

## **ARTICLE VII - AMENDMENTS**

**Section 1. Amendments.** These Bylaws shall not be amended except in the following ways:

1) These Bylaws may be amended upon the affirmative vote of no less than 6 members of the of the SPAG, provided, however, that no amendment shall be adopted unless at least 3 weeks written notice thereof has previously been given to all members of the SPAG and the public. Notice of amendment shall identify the section or section of the Bylaws proposed for amendment and, if applicable, shall include the proposed replacement wording of the section or sections to be amended.

2) In the alternative, these Bylaws may be amended by an affirmative vote of a majority of the members present, and no fewer than 3 affirmative votes, at two separate SPAG meetings. If the recommendation is substantively amended at its second reading, the recommendation shall require an additional reading at a subsequent meeting prior to final passage.

Adopted on February 10, 2017