

**Bylaws
of the
Veterans' Affairs Commission
City and County of San Francisco**

Amendment adopted: 9 February 2021

Article I. Origin and Name

Section 1. Origin: The City Administrative Code formally establishes a Veterans' Affairs Commission of the City and County of San Francisco. (*Source: City and County of San Francisco Administrative Code, Chapter 5, Article XI, Sec. 5.100, as added by Ordinance 449-82 and amendments.*)

Section 2. Name: The organization is officially designated the Veterans' Affairs Commission of the City and County of San Francisco. Elsewhere in this document, said Commission is variously referred to as the "Veterans' Affairs Commission," the "VAC," or the "Commission." (*Source: San Francisco Administrative Code, Sec. 5.100.*)

Article II. Purpose, Powers, and Duties

Section 1. Purpose: The Veterans' Affairs Commission directly advises the Mayor and the Board of Supervisors on all matters affecting veterans of the Armed Forces of the United States of America; on the problems, interests, and needs of veterans and families who are residents of the City and County of San Francisco; and on the coordination of economic development, health care, and social services programs as they relate to veterans and their families who are residents of the City and County of San Francisco. (*Source: San Francisco Administrative Code, Sec. 5.101.*)

Section 2. Powers: The Commission shall have the power to:

a. Hold hearings and submit recommendations to the Board of Supervisors and the Mayor regarding the problems, interests, and needs of veterans and their families;

b. Make recommendations to the Board of Supervisors and the Mayor concerning the coordination of economic development, health care, and social service programs as they relate to veterans and their families who are residents of San Francisco. (*Source: San Francisco Administrative Code, Sec. 5.104.*)

Section 3. Duties: Annual Report. Annually, the Commission shall render a written report of its activities to the Board of Supervisors and the Mayor. (*Source: San Francisco Administrative Code, Sec. 5.105.*)

Article III. Membership

Section 1. Composition: The Commission shall consist of seventeen (17) members who have served in the Armed Forces of the United States of America, and who are residents of the City and County of San Francisco.

Section 2. Source: The Board of Supervisors will appoint twelve (12) of the members, and the Mayor five (5), as follows:

- a. At least three (3) Commission members must be woman veterans; two (2) appointed by Board of Supervisors, and one (1) through Mayoral appointment.
- b. The Commission must include at least two (2) members who, as a consequence of their service in the Armed Forces, have a physical disability in accordance with the definitions applied by the Veterans Administration. The Mayor and Board of Supervisors shall each appoint at least one (1) member pursuant to this subsection.
- c. All Commission members shall reside in the City and County of San Francisco from date of Appointment to end of Commission term. The Board of Supervisors may only waive this requirement by ordinance. (*Source: San Francisco Administrative Code, Sec. 5.102.*)

Section 3. Term: The term of each member of the Commission is four (4) years. (*Source: San Francisco Administrative Code, Sec. 5.103.*)

Section 4. Vacancies: In the event a vacancy occurs during the term of office of any member, either the Mayor or Board of Supervisors, as appropriate, appoints a successor for the unexpired term of office vacated to maintain the required representation. (*Source: San Francisco Administrative Code, Sec. 5.103.*)

Section 5. Compensation: Services of the members of the Commission are voluntary and members will serve without compensation. (*Source: San Francisco Administrative Code, Sec. 5.103.*)

Article IV. Officers (Including Elections and Primary Duties)

Section 1. Chairperson/President: Commission members shall elect a Chairperson. (*Source: San Francisco Administrative Code, Sec. 5.103(c).*) In practice and over time, individuals have used the title "President" interchangeably with the original title "Chairperson." Subsequently, any and all usage of the title "President" (of the Commission) is, for all intents and purposes, understood to refer to the authorized position of "Chairperson."

Section 2. Vice President and Secretary: The Commission leadership shall include additional elected officers, namely, a Vice President and a Secretary.

Section 3. Power and Authority of Commission Officers: Commission officers have no authority greater than any other member, except insofar as these Bylaws state

otherwise, or insofar as the Commission designates any officer or member specific authority to perform assigned tasks or duties.

Section 4. Election of Officers:

a. The annual process of electing officers begins during the November meeting of the VAC, at which time the President calls for nominations for each of the three (3) elected offices (as an action item on the agenda).

b. During this process, Commissioners may nominate any sitting Commissioner in good standing for any officer position (i.e., President, Vice President, Secretary) including through self-nomination. Per parliamentary nominating procedures, nominations require no "second"; however, all nominees must be available to state for the record if they accept the nomination and are prepared to fill the duties of the office, if elected.

c. If a sitting Commissioner receives a nomination for more than one office, said Commissioner, before any votes are cast, shall publicly announce which position they accept for nomination. Individual Commissioners may not accept nomination or stand for election for more than one office simultaneously (in accordance with provisions of Section 6 of this Article).

d. The annual process of electing officers continues during the December meeting of the VAC, at which time the President administers a final call for nominations for each of the three (3) elected offices (as an action item on the agenda). New nominations are added to previous nominations.

e. The final practicable order of business at the December meeting of the VAC should be the election of officers. The Secretary may prepare pre-printed ballots. Ballots should include the names of each nominee for each office.

Section 5. Public Ballot: The election will occur through roll call vote. The Secretary will announce individual and collective results immediately after the vote, and publish them in the meeting minutes. Each officer's term of service is one (1) year or, in the event of early termination, until the election of their successor. The term of office shall begin at the January general meeting.

Section 6. Consecutive Terms: Unless specifically authorized by a majority vote of the Commission, no Executive Board member (as defined in Article VI), shall hold more than one (1) Executive Board office at the same time, and unless specifically authorized by a majority vote of the Commission, no Executive Board member is eligible to serve more than two (2) consecutive terms in the same office.

Section 7. Primary Duties of the President: The primary duties of the President include, but are not limited to:

a. Preside over the general meetings of the Commission.

b. Author the agenda for meetings while incorporating agenda item suggestions duly submitted by Commissioners. The President shall add all agenda items submitted by Commissioners as requested. During the agenda approval process, Commissioners may move to strike an item from the agenda, by appropriate motion, second, and majority vote of the Commission.

c. Represent the voice of the Commission at official meetings and functions.

d. At the start of each term, present the goals and plans for the Commission; after gaining consensus support, guide the Commission in accomplishment of established goals and plans.

e. Sign all official correspondence of the Commission, or, when impractical, authorize the Secretary to sign "For the President."

f. As the last official act of the administration, present to the newly elected President a final draft of the annual report of the administration year, for consideration and ratification by the Commission.

Section 8. Primary Duties of the Vice-President: The primary duties of the Vice-President include, but are not limited to:

a. Fulfill the duties of the President at such times when the President is absent or otherwise unavailable to execute the duties of the President.

b. Fulfill the duties of the Secretary at such times when the Secretary is absent or otherwise unavailable to execute the duties of the Secretary.

c. During the last month of the administration's year, prepare the first draft of the annual report of the Commission for review by the President and eventual ratification by the Commission.

d. Track and manage the work effort of all committees.

Section 9. Primary Duties of the Secretary: The primary duties of the Secretary include, but are not limited to:

a. Fulfill the duties of the President in the event that both the President and the Vice-President are unavailable or otherwise unable to execute the duties of the President.

b. Create and maintain the meeting minutes of the Commission as an official public record of its proceedings. Make an official recording of each general meeting and preserve it for a minimum of thirty (30) days as mandated by the Administrative Code. From the recording and notes taken at the meeting, draft the meeting minutes, for consideration by the Commission at the next general meeting.

c. Forward approved minutes to the Mayor and Board of Supervisors, the Government Information Desk at the Main Public Library, and to the VAC website as archive copies, upon acceptance of the minutes by the Commission.

d. Assume responsibility for Commission correspondence, both inbound and outbound. Such responsibility includes, but is not limited to:

(1) Draft advice letters to the Mayor and Board of Supervisors as derived from decisions made by majority vote of Commission.

(2) Prepare final versions of subject correspondence on VAC letterhead for signature of President.

(3) Make copies of signed letters, send to "courtesy copy" recipients and archive records.

(4) Answer and/or forward miscellaneous routine e-mail inquiries to VAC under the title of Secretary.

e. Ensure the execution of a monthly mailing of official Commission correspondence. The first portion of the monthly mailing is the "internal mailing." It transmits official Commission documents to all sitting Commissioners. Contents of the internal mailing shall include, but is not limited to:

(1) Copy of the President's agenda for the next general meeting.

(2) Copy of the draft minutes for the previous general meeting.

(3) Copy of any additional documents, resolutions, correspondence for review by Commissioners prior to the general meeting.

f. Ensure the execution of the second portion of the monthly mailing to transmit official Commission documents to City government officials, the Clerk of the Board of Supervisors, and the Government Archive File of the Main Public Library. Contents of the "external mailing" includes, but is not limited to:

(1) Copy of the President's agenda for the next general meeting.

(2) Copy of any approved minutes from the previous meeting.

(3) Copy of any additional documents, resolutions, correspondence approved by Commission vote at the previous meeting.

g. Transmit Commission business electronically, when possible. If electronic transmission is not possible or not desired, work with the office of the City Administrator for postage and mailing. The Secretary will transmit information involving Commission meetings no later than six (6) days prior to the meeting, to ensure Commission business meets public notice requirements of City and State code.

h. Maintain an official archive file of all Commission business documents, whether physical or virtual. Include copies of official e-mail, written correspondence, appointment documents, and any other documents of an official nature.

j. Facilitate printing of VAC business cards for Commissioners, as required.

k. Maintain and submit a quarterly attendance report to the Office of the Mayor (for Mayoral appointees), and the Clerk of the Board of Supervisors (for Board of Supervisor appointees).

l. Execute a quarterly update of Commission data on City databases for Commissions, Boards, and Agencies.

Section 10. Primary Duties of Sitting Commissioners: The primary duties of VAC Commissioners, include, but are not limited to:

a. Attend meetings. Commissioners should attend the majority of the monthly general meetings of the VAC. Additional attendance details are outlined in Article V, Section 5 of these bylaws.

b. Prepare for meetings by reading all documents sent by the Secretary prior to each meeting, and printing personal copies if necessary. Key documents include:

(1) Agenda for the next general or special meeting.

(2) Changes and/or corrections offered when the draft agenda is under discussion for approval at the meeting.

(3) Draft minutes for the previous meeting. Commissioners who wish to submit suggested changes to draft minutes should prepare these changes in writing, to facilitate motions to amend the text of draft minutes.

c. Complete ethics training.

(1) These bylaws require all Commissioners to complete ethics training. The Secretary will provide information to new Commissioners on training available to satisfy this requirement.

(2) Commissioners must complete training within the first year of the initial appointment term.

(3) The Secretary will monitor completion of training. The Secretary will provide a summary of Commissioner completion of ethics training for inclusion in the annual report.

Article V. Meetings

Section 1. General Meetings: The Commission will hold general meetings on an established and announced schedule with the general intent to hold meetings at an appropriately accessible venue on a monthly basis, except for the month of July, when the Commission is in recess. All meetings are open to the public.

Section 2. Annual Meeting: The first regular meeting in January is designated the annual meeting. Its first order of business shall include the installation of new officers, and receiving status reports from the retiring officers.

Section 3. Special Meetings: The President may call special meetings. If the President is unavailable or incapacitated, any member of the Executive Board may call a special meeting. The unique purpose of the special meeting must be identified in the call. Special meetings require three days' notice except in cases of emergency.

Section 4. Quorum: Fifty percent (50%) of the authorized strength of the Commission constitutes a quorum. Specifically, since the authorized strength of the Commission is seventeen (17) members, the quorum threshold is nine (9) members present for all Commission proceedings.

Section 5. Attendance:

a. Except in the event of a notified absence, each member of the Veterans' Affairs Commission will attend all portions of each regular or special meeting of the Commission. The Secretary shall maintain a record of members' attendance, and record all absences as non-notified except as specified under the following paragraph.

b. A "notified absence" is where the member, in advance of the meeting, informs the Secretary or President they will be absent, or where the member's absence is due to unforeseen circumstances such as illness or emergency and the member reports such unforeseen circumstances to the Secretary or President as soon as reasonably possible.

c. The Secretary shall report all non-notified absences from regular Commission meetings, and any instance in which a Commissioner is absent (notified or otherwise) from three consecutive regular meetings, to the Board of Supervisors or Mayor's Office, depending on whether the member in question was appointed to the Commission by the Board of Supervisors or the Mayor.

d. The Secretary shall submit quarterly written reports to both the Board of Supervisors and the Mayor's Office detailing Commissioner attendance at all meetings of the Commission held during that quarter.

e. The Secretary shall provide an annual report of Commissioner attendance as part of the annual report.

Article VI. The Executive Board

Section 1. Executive Board: The elected officers of the Veterans' Affairs Commission, (i.e. the President, Vice President, and Secretary), shall constitute the Executive Board.

Section 2. Responsibilities: The Executive Board shall execute the administrative functions of the Commission, as defined in Article IV, above.

Section 3. Meetings: The Executive Board shall meet, and/or otherwise confer as required, under unusual or emergency conditions. The Executive Board will accomplish the vast majority of their functions within the context of the general meetings of the Commission.

Section 4. Order of Succession: The precedence of officers on the Executive Board also represents the order of succession for the Commission. That is, in the event the President is temporarily unable to chair a meeting or perform the duties of the office, responsibility for execution of such duties falls first to the Vice President, then to the Secretary. These officers shall perform the duties prescribed by the bylaws and by the parliamentary authority adopted by the Commission in Article VIII of these bylaws.

Section 5. Removal:

a. Executive Board members may voluntarily resign from their elected positions on the Executive Board by sending notification to the President.

b. Executive Board members may also be removed from the Executive Board for cause. Any Commissioner may request the President add this action to the meeting agenda in accordance with established procedures. After a formal motion and second, The Secretary will conduct a roll call vote to determine if a simple majority votes to remove an Executive Board member from office. Upon such a simple majority vote, the removal of the Executive Board member from the Executive Board is effective immediately.

c. Replacement for vacated positions, on a temporary basis, will occur according to the order of succession identified above. In cases where the order of succession cannot apply, the President may appoint a Commissioner, with their consent, to perform the duties of the vacated position on a temporary basis. However, the President will program a formal election to identify a candidate in accordance with Article IV Section 4 above, as soon as practicable.

d. In any case where all Executive Board members are incapacitated or unavailable for an extended period, any Commissioner may call for a special meeting for the sole purpose of filling these vacancies. Notification and quorum requirements apply; a simple majority determines replacements.

Article VII. Committees and Liaison Assignments

Section 1. Committees:

a. As soon as practical after inauguration, the President may appoint Commissioners to participate in Committees as appropriate.

b. Committees may be standing, ad hoc, or special. Both leadership and Committee members must ensure full compliance with State law (i.e. the Ralph M. Brown Act), and the San Francisco Sunshine Ordinance in all proceedings. That is, meetings of all Committees must comply with public access and notice mandates required for full Commission meetings.

c. Standing Committees of the VAC include the: Legislative Committee, Rules Committee, Events Committee, Communications Committee, Finance Committee, and Honors Committee. Committees will report efforts and progress to the Vice President monthly.

(1) The Legislative Committee shall review proposed legislation at the federal, state, and local levels and provide recommendations to the Mayor and Board of Supervisors regarding the position of the VAC for these items. For local legislation, the committee will work closely with the Board of Supervisors and offer assistance to ensure legislation addresses the needs of the veterans' community.

(2) The Rules Committee will review and update VAC bylaws, in coordination with the City Attorney's Office. Additionally, the Rules Committee will perform vetting of applicants to VAC seats filed by the Board of Supervisors, and provide a recommendation to the VAC on which candidates merit VAC endorsement.

(3) The Events Committee will perform as the coordination element of the VAC for events conducted by external organizations. The committee will provide these organizations contact information for Commissioners to ensure they receive invitations as appropriate. Additionally, the committee will assist with the advertisement and conduct of events directly related to veterans and their families, to include major veterans' recognition events such as Memorial Day, Veterans Day, and San Francisco's Veterans' Month. Furthermore, the committee will plan and conduct major events hosted by the VAC, such as the annual retreat and veterans' affairs summit.

(4). The Communications Committee is responsible for the maintenance of the VAC website and any social media accounts for the VAC. The committee will ensure the dissemination of information to the veterans' community on upcoming events, items of interest, and activities of the VAC. The committee will also manage the dissemination of information internally within the VAC, to augment the efforts of the Secretary.

(5). The Finance Committee will manage any budget or finance related issues for the VAC.

(6). The Honors Committee will develop a coherent veteran recognition program to include recommending recognition programs by the Board of Supervisors and the Mayor and nominating individuals to receive this recognition. The committee will also provide nominations for State-level veteran recognition programs, such as the Veteran of the Year program by the State Assembly. Furthermore, the committee will develop a flag raising program to serve both as recognition and to provide individuals a tangible recognition for the accomplishments.

Section 2. Liaison Officers: In addition to establishing Committees, the President may appoint individual Commissioners to serve as Liaison Officers for specific areas of Commission business and research. Individual Commissioners appointed to such Liaison positions may work independently on their various liaison areas to research and write draft proposals for eventual consideration by the full Commission for submission to the Mayor and Board of Supervisors, under provisions of Article II of these bylaws. After due consideration and finalization of such draft proposals, the full VAC may then forward specific issue related advice to the Mayor and Board of Supervisors.

Article VIII. Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Veterans' Affairs Commission so long as they are consistent with the laws and Administrative Code of the City and County of San Francisco and State laws, including all Ralph M. Brown Act and Sunshine Ordinance provisions.

Article IX. Amendment of Bylaws

The Commission may amend these bylaws at any regular meeting of the Veterans' Affairs Commission by a simple majority vote, provided that the amendment was submitted in writing, at a previous general meeting, and is duly noted as an agenda action item.