

**CITY MANAGERS' DEPARTMENT
BYLAWS
2010**

ARTICLE I - NAME

This Department shall be known as the City Managers' Department, League of California Cities.

ARTICLE II - PURPOSES

The purposes of this Department shall be:

1. To promote the purposes and goals established in the League of California Cities Constitution and Bylaws.
2. To serve as a technical and advisory Department to the League of California Cities.
3. To seek the personal development and enrichment of its members through the promotion and conduct of conferences, seminars, and related training or communication methods.
4. To actively support the personal and professional development of Associate Members through mentoring, assignment to committees of the Department, and inclusion in the business activities of the Department.
5. To strive for the continued acceptance and advancement of city management through professional accomplishment and ethical standards as embodied in the ICMA Code of Ethics as interpreted and enforced by ICMA.

ARTICLE III - MEMBERSHIP

Membership shall be limited to one of the following classifications: Full Member, Associate Member, Range Rider Member and Honorary Member. All Members shall accept and abide by the ICMA Code of Ethics, as interpreted and enforced by ICMA.

Section 1 – Full Member - A Full Member shall be any individual who is the administrative head of a member city of the League of California Cities and holds the title City Manager or chief administrator as it may be described and any individual who

is the chief assistant administrative head of a member city of the League of California Cities and holds the title of Assistant City Manager or assistant chief administrator whose job specification states that they shall serve in the place of the City Manager or chief administrator when such duty is delegated. Individuals holding such positions on an interim basis shall be considered Full Members during the period of interim appointment. Only Full Members shall have voting rights and shall serve as chairs of committees of the Department. Only Full Members are eligible to become Officers of the Department.

Section 2 - Associate Member - An Associate Member shall be any full time assistant to the City Manager or chief administrator of a member city, said assistant shall be engaged principally with the overall administration of the member city and work in the office of the City Manager or chief administrator. Associate Members may participate fully in the activities of this Department, serve on committees of the Department, but shall not vote nor become an Officer of the Department except as appointed members of the Executive Committee as provided in these Bylaws.

Section 3 - Range Rider Member - A Range Rider Member of the Department shall be any active Range Rider, as recognized by the League of California Cities and this Department. Range Rider Members may participate fully in the activities of this Department, serve on committees of the Department, but shall not vote nor become an Officer of the Department except as appointed members of the Executive Committee as provided in these Bylaws. Range Riders shall inform League staff of any changes of officers within Area Manager Groups.

Section 4 – Honorary Member – An Honorary Member may be granted to any former Full Member of the Department who has retired as a Full Member, has rendered exceptional service to the Department and to good local government in California, is not involved in marketing services or products to cities in California, and has a continuing desire to advance the purposes of this Department. Such Honorary Member status may serve as a pool of qualified individuals who will be ready to assume Range Rider duties when such transition occurs. Honorary Members may participate fully in the activities of this Department and the Area Manager's Groups but may not serve on committees of the Department, vote or become an Officer of the Department.

To achieve Honorary Member status, fifteen Full Members from at least three different Area Managers' Groups of the City Managers' Department may submit a recommendation to the Department President who shall refer the recommendation to the appropriate Area Manager Group(s) where the Honorary Member resides for review, comment and acceptance of the recommendation. The Area Managers' Group(s) shall make a recommendation to the Officers of the Department and, if that recommendation is positive, the Officers of the Department shall recommend to the Executive Committee those former Full Members whom they feel should receive an honorary membership. The Executive Committee shall make selection by written ballot.

Those recommended who receive three-fourth's of the vote of the Committee in attendance shall be made Honorary Members.

ARTICLE IV - FEES AND DUES

Section 1 - Fees - Any fees assessable against department registrants at any departmental activity, such as conferences and seminars, may be adjusted by majority vote of the Executive Committee so as to offset the added expense of special events, including, but not limited to, speakers, programs, exhibits, or accommodations that will directly benefit and complement the purpose of the Department.

Section 2 - Dues - No dues may be levied against any member of the Department except upon the affirmative recommendation of the Executive Committee which shall be responsible for the formulation of the proposed dues schedule, followed by the voted approval of a majority of the members present at the next succeeding Annual Conference of the League of California Cities.

The exclusive purpose of dues is to provide the necessary financial support to Department business activities as such may be determined by the Executive Committee.

Once enacted, the dues schedule may be modified as to amount by approval of the majority of the Executive Committee.

ARTICLE V – OFFICERS AND AT-LARGE MEMBERS DUTIES, VACANCIES

Section 1 - Officers - The “Officers of the Department” shall be a President, President-elect, Vice President, Immediate Past President, Department Director, and At-large members.

The Officers of the Department have the responsibility of considering and, if supportive, ratifying appointments made by the President pursuant to these Bylaws. Such consideration and ratification is to be conducted through one or more meetings, whether in person or electronically (“conference call”). Such meetings are to be called by the President. Presidential appointments are to take effect immediately upon ratification by the Officers of the Department or when the President chooses, whichever comes later.

Section 2 - Term of Office and Succession - The term of office of the President, President-elect and Vice President shall be one year. The Department Director shall serve a two-year term that shall begin in odd-numbered years. The At-large members shall serve a two-year term. The President-elect shall succeed to the office of President, the Vice President shall succeed to the office of President-elect, and the

President shall automatically assume the office of Immediate Past President, all except as provided in Article V, Sections 3 and 4. Except for the President and President-elect, which offices are not to be filled by election, the Officers of the Department shall be elected by mail ballots, email or fax and the results shall be announced by the Nominating Committee at the Department business meeting at the Annual Conference of the League of California Cities, in accordance with Article VII.

Section 3 – Removal of President or President-elect – The President and President-elect are offices that are filled by succession rather than by election of the members each year. If the Executive Committee determines by a written ballot with a two-thirds vote of all members currently serving on the Executive Committee that the President or the President-elect, or both, should be removed at any time and for any reason, it may do so. Such recommendation and the reasons therefore shall be prepared in written form and submitted as official notification to the Executive Committee at least 20 calendar days prior to the meeting at which such vote is scheduled to occur. If either, or both, the President or the President-elect is removed from office; the vacancy(ies) shall be filled pursuant to Article V, Section 4.

Section 4 – Filling of Vacancies – A vacancy in the office of President shall be filled for the unexpired term by the succession of the President-elect. A vacancy in the office of President-elect shall be filled by the Vice President, who shall automatically assume the office. A vacancy in the office of Vice President or in the seat of At-large members shall be filled by appointment by the President of the Department, subject to confirmation of the Executive Committee and shall serve for the balance of the term. However, persons appointed in this manner to fill the Vice President vacancy will not automatically succeed to the President-elect position but will stand for election to the position. A vacancy in the office of Immediate Past President shall be filled by the most recent Past President of the Department for the unexpired term.

Section 5 - Duties and Responsibilities - The President shall preside at all meetings and serve as President of this Department and Chairman of the Executive Committee. The President shall appoint all committees, subject to ratification by the Officers of the Department, and have general supervision of the work of the Department.

The President-elect shall preside at Department and/or Executive Committee meetings in the absence of the President. The President-elect shall be responsible for managing the Department's Annual Work Program and may select a committee of Department members to assist in that effort.

The Vice President shall preside at Department and Executive Committee meetings in the absence of the President and President-elect. The Vice President shall serve a one-year term on the California City Management Foundation Board and have the responsibility for planning the City Managers' Department Annual Conference/Meeting program and may select a committee of Department members to assist in that effort.

The Immediate Past President shall preside at Department and Executive Committee meetings in the absence of the President, President-elect, and Vice President. The Immediate Past President shall serve as the chair of the Nominating Committee and shall work as assigned with committees appointed by the President.

The Department Director shall represent the Department on the League of California Cities Board of Directors. The Director shall also serve on the Executive Committee and other committees as designated by the President. In the event of a vacancy, the President of the Department shall be the Director, or shall appoint a member of the Department to fill such vacancy, subject to ratification by the Officers of the Department, and the person filling such vacancy shall hold office until adjournment of the next Annual Conference of the League of California Cities.

The At-large members shall be appointed to represent the Department on key committees of the Department. At-large members responsibilities will include serving as CitiPAC Liaisons, judges of the Awards Committee, and as ambassadors to the Area Manager Groups. In the event of a vacancy, the President of the Department shall appoint a member of the Department to fill such vacancy, subject to ratification by the Officers of the Department, and the person filling such vacancy shall hold the seat until adjournment of the next Annual Conference of the League of California Cities.

ARTICLE VI – OFFICER AND COMMITTEE MEMBER SELECTION

In selecting officers, standing and ad hoc committee or task force members for this Department, the following criteria should be considered:

1. To search out and appoint those persons who have a notable professional reputation and have exhibited an active interest in departmental affairs, and who are willing and able to serve.
2. To weigh factors such as city size, general law vs. charter city, all geographical areas, a north-south rotation, and those persons who have maintained an active interest and are knowledgeable about the history and purpose of this Department.
3. Selection of the Vice President shall be based in part on a north/south rotation. For the purpose of establishing north/south geographic designation for the Vice President and the four At-large Members, cities within and south of San Luis Obispo, Kern and San Bernardino counties shall be considered as south, all remaining cities north of this geographic designation shall be considered as north for rotation purposes.
4. There shall be two At-large members that serve on the Executive Committee from cities with populations over 100,000; one representing the north and another representing the south. There shall be two At-large members that serve

on the Executive Committee from cities with populations under 100,000; one representing the north and another representing the south. The At-large members shall serve a two-year term. Each year one of the At-large members shall be selected from cities with populations of 100,000 or greater and one At-large member shall be selected from cities with populations of less than 100,000.

ARTICLE VII – NOMINATION PROCEDURES AND ELECTIONS

Section 1 - Nominations Procedures - The Chair of the Nominating Committee shall announce vacancies for Vice President annually, and Department Director in odd years. By June 1 of each year, the Chair of the Nominating Committee shall announce to the membership the vacancies for Vice President annually, two At-large members in odd-numbered years and two At-large members in even-numbered years to serve on the Executive Committee, and the Department Director in odd-numbered years. Each year one of the At-large members shall be selected from cities with populations of 100,000 or greater and one At-large member shall be selected from cities with populations of less than 100,000.

Nominating petitions shall be submitted to the Chair of the Nominating Committee no later than June 30. A candidate must be a Full Member of the Department in order to be considered for nomination.

Nominations shall be submitted to the Chair of the Nominating Committee in petition form bearing ten signatures of members of the City Managers' Department from throughout the state. The Nominating petitions must include a resume of the person nominated. Nominations submitted in this form shall be the only petition nominations considered by the Committee. The names of individuals nominated through the petition process shall be included on the ballot and noted as petition nominations. Candidates may at any time withdraw from the nomination process.

The Committee shall have the responsibility, in addition, to seek out nominees who are especially qualified to lead the Department and place in nomination the names of individuals in addition to those nominated by petition.

On or before August 1 of each year, the Nominating Committee shall submit to the Executive Committee one recommendation for each upcoming officer vacancy along with any petition nominees to be included on the ballot. The Executive Committee either shall approve the Nominating Committee's recommendations by majority vote, or, with a two-thirds vote may substitute another person as the final Executive Committee recommendation. A person proposed by the Nominating Committee but not accepted by the Executive Committee shall be considered a petition nominee on the final ballot.

Section 2 - Elections - Election of officers shall be by written ballot that may be distributed and/or returned via regular mail, fax or email.

Ballots bearing the names of nominees including the recommendation of the Executive Committee shall be distributed to the membership by September 1 or four (4) weeks prior to the Department Business Meeting at the Annual Conference of the League of California Cities, whichever is the earliest date. Members voting shall return their ballots to the League of California Cities offices at least two weeks prior to the Annual Conference of the League of California Cities.

The ballots shall be counted by the League staff and the election results announced at the Department Business Meeting at the Annual Conference of the League of California Cities. The member receiving the highest number of ballots cast for each office shall be deemed elected.

ARTICLE VIII - VOTING

Except in cases where otherwise provided, all voting in this Department shall be voice vote, unless a roll call vote is demanded by representatives of three or more cities, in which case the Full Member present and in good standing shall cast one vote. A majority of the votes cast by those Full Members in attendance shall be necessary for a decision.

Voting requirements for all Department committees, excluding the Executive Committee, will be that a majority of its membership will constitute a quorum for the conduct of business. Voting requirements at a duly announced regular or special Department business meeting for the passage of a measure will be a majority of the Full Members present.

With respect to meetings of the Executive Committee, a majority of the Officers of the Department constitutes a quorum. If a quorum is established, a majority of the votes cast by the Membership with voting rights is necessary for a decision.

ARTICLE IX - DEPARTMENT MEETINGS

Section 1 - Department Meetings - The membership of this Department shall meet once per year during the Annual Department Conference. The Executive Committee shall select the dates and locations of Annual Conferences two to three years in advance. The Executive Committee may set additional meetings, as it deems necessary.

The conference programs will be determined in accordance with the League's Constitution and Bylaws.

Special department meetings may be called by a majority vote of the Executive Committee or upon written request by 40 Full Members stating the purpose for such a meeting. Notice shall be given to all members of the time and place of all regular and special meetings by regular mail, email, voice mail, or fax, including an agenda, at least thirty (30) days prior to said meeting(s).

Section 2 - Solicitation of Contributions to Underwrite Departmental Meetings - Each year's Program Committee shall have the option of choosing to raise funds to supplement the available budget for the departmental meeting, or not to do so. The physical handling of these funds, and the fiscal responsibilities related to these funds, shall be discharged in accord with a written agreement between the Department and the California City Management Foundation.

Funds may be solicited from any organization interested in promoting the goals of the Department provided that no contributions shall be accepted from any firm doing business solely with a jurisdiction having an employee who serves on the Program Committee. Organizations operating under a statewide franchise shall not be considered to be in conflict for purposes of interpreting this section. In no case will any form of exchange or quid-pro-quo be allowed as a condition of such contribution. The sole recognition given by the Department to any contributors will be their inclusion on a list to be provided in the written material provided every registrant of the department meeting.

ARTICLE X - DEPARTMENT COMMITTEES AND AREA MANAGERS' GROUPS, AND LEAGUE STAFF

Section 1 – Standing Committees - The Standing Committees shall be: Executive Committee; Nominations Committee; Committee on Diverse Communities; and International Committee. Standing Committees are established on a permanent basis pursuant to these Bylaws to conduct the ongoing business of this Department.

Section 2 – Ad Hoc Committees and Task Forces - The President or the Executive Committee may establish an Ad Hoc Committee or Task Force to pursue a special study or cause an investigation of an isolated nature.

Section 3 – Term of Appointments - Standing Committee member appointments, except for the Executive Committee and the Nominations Committee, shall be for a one-year term. Ad Hoc Committee and Task Force member appointments shall be for a one-year term unless determined by the President to necessitate a longer term to accomplish the assignment. All appointments to one-year terms shall coincide with the appointing President's term of office and commence and terminate with the close of the Department Business Meeting at the Annual Conference of the League of California Cities.

Section 4 – Committee Appointments - The President-elect shall identify, one month prior to installation as President, the individuals to be appointed to the Standing Committees and shall make all the appointments upon installation as President, subject to confirmation by the Officers of the Department as provided in Article V.

Section 5 - Executive Committee -

a) Duties and Responsibilities.

- 1) Develop a work plan that identifies initiatives and efforts for the coming year.
- 2) Serve as a forum for the exchange of views relating to the theory, technique, format and administrative consequences of federal, state or local legislative or executive programs affecting California municipal government.
- 3) Provide two-way communication between League of California Cities; Department members; Area Managers' Groups; Management Assistants' Groups; California City Management Foundation; International City/County Manager's Association; and other related professional organizations.
- 4) Review and process as it deems appropriate all projects, programs or internal business affairs of the Department conferred or referred by Department membership or its officers, the League of California Cities, California Chapter of ICMA, the Management Assistants' Groups; or related professional organizations.
- 5) Review an application from and approve the formation of an Area Managers' Group and approve the selection of cities, number of cities and geographical coverage to be represented. An Area Managers' Group will not qualify for representation on the Executive Committee without formal Executive Committee approval.
- 6) Review and approve of Honorary Members of the Department.

b) Membership with voting rights.

- 1) The Officers of the Department – President, President-elect, Vice President, Department Director, and Immediate Past President.
- 2) The two most recent Past Presidents of the Department in addition to the Immediate Past President.
- 3) The President of the California City Management Foundation.

- 4) One member from each Area Managers' Group as recognized by this Department. Any recognized Area Managers' Group comprising more than one League Division shall be entitled to one member for each division.
- 5) Two At-large members selected from cities with populations of 100,000 or greater.
- 6) Two At-large members selected from cities with populations of less than 100,000.
- 7) The President of the Municipal Management Association of Southern California and the President of the Municipal Management Association of Northern California. The terms for these positions shall be for one year corresponding with the term of the presidency and appointment is not contingent upon the President's job title.
- 8) The President of the International Committee.

c) Liaisons to the Executive Committee

Though not members of the Executive Committee, one representative of the California Chapter of ICMA (Cal-ICMA), all Range Rider Members; one representative of the County Administrative Officers' Association of California (CAOAC), and one representative of the California Council of Governments Directors' Association (CALCOG) shall be invited to attend Executive Committee Meetings. These representatives shall serve as non-voting representatives of and liaisons from these organizations. They shall be chosen by their respective statewide organizations.

Section 6 - Nominations Committee

- a) Duties and Responsibilities – To identify the best leaders for the organization by soliciting and interviewing highly qualified candidates for the executive offices of the Department. Specific procedures for convening the Nominations Committee and developing the nomination report are set forth in Article VII.
- b) Membership - The Nominations Committee shall be comprised of five members. In the selection of members, consideration will be given to such representation factors as city size and geographical location. The President shall appoint the members and shall appoint the Immediate Past President as the Committee Chair.
- c) Term of Appointment - Appointments shall be made annually by the President for a one year term, subject to ratification by the Officers of the Department.

Section 7 - Committee on Diverse Communities

a) Duties and Responsibilities

- 1) To develop and provide the necessary training, tools, and support for effective city management in diverse communities and to develop a recognition program for cities who demonstrate effective management methods and programs. Such recognition shall be awarded at the Annual Meeting of the Department.
- 2) To develop a model placement process encouraging the selection of minorities and women in management positions and distribute to members of the Department; to encourage the involvement of minorities and women in the profession and in departmental activities; and, on a voluntary basis, to seek data to monitor the placement progress of the Department 's member cities.

b) Membership – Six Full Members, five Associate Members, one Range Rider Member, and a Committee Chair shall be appointed by the President, subject to ratification by the Officers of the Department.

Section 8 – International Committee

a) Duties and Responsibilities:

- 1) Develop and enhance the professional relationship between Department members and representatives from other countries.
- 2) Provide for the coordination of and fund raising for the exchange activities related to the City Managers' Department Annual Meeting and with the Local Government Management Association conferences in New South Wales and Queensland, Australia (or any other international partners as recommended by the International Committee and approved by the Executive Committee).
- 3) Provide a representative to serve on the City Managers' Department Annual Meeting Planning Committee to insure that members from the international partner agencies have a role in the meeting and are appropriately recognized.

(b) The President shall appoint the Committee Chair. The Chair may select a Committee of Department members to assist with this effort. Applicants selected to participate in exchange activities must serve on the Committee for one year.

Section 9 - Ad Hoc Committees and Task Forces - The President or the Executive Committee may establish an Ad Hoc Committee or Task Force to pursue a special study or cause an investigation of an isolated nature. The President shall select a Committee or Task Force Chair and determine membership selection and number of members, subject to ratification by the Executive Committee. The term of Ad Hoc Committees or Task Forces shall be one year but may be extended to allow adequate

time to complete the study or investigation and submit a final report, all as determined by the President.

Section 10 – League Policy Committee Representatives

a) Duties and Responsibilities – Department representatives to the League’s Policy Committees are expected to attend all Policy Committee meetings, seek information on the various subject matter from the Area Managers’ Groups, and report on the activities of the Policy Committees to the Executive Committee. They also are expected to summarize the activities of their Policy Committee for the City Managers’ Department newsletter. Summaries are to be submitted to League staff in accordance with the newsletter schedule of publication.

b) Appointment - The President shall appoint Department representatives to the League’s Policy Committees, subject to ratification by the Officers of the Department. Any member of the Department is eligible for appointment.

c) Term of Appointment - Appointments to the League Policy Committees shall be for a one year term.

Section 11 – Area Managers’ Groups

a) Duties and Responsibilities – Area Managers’ Group representatives shall attend meetings and conference calls of the Executive Committee and report priorities and Work Program of the City Managers’ Department within their Area Managers’ Group. Area Managers’ Group representatives shall involve the Municipal Management Association of Southern California and the Municipal Management Association of Northern California and report their business and priorities during Area Managers’ Group meetings. Area Managers’ Group representatives shall inform League staff, their At-large member, or Range Rider of any changes in officers or bylaws occurring within their Area Managers’ Group.

b) Term of Appointment – It is recommended that Area Managers’ Group representatives serve for two consecutive years, however, this can be determined by each Area Managers’ Group. Area Managers’ Group representatives shall select a delegate to attend meetings and conference calls in their absence.

Section 12 – League Staff

League Staff shall be responsible for: keeping the Department’s bylaws and all records and documents, meeting minutes and activities of the Department; proper and timely mailing of all Department notices, agendas, ballots, and other Departmental information; maintaining Committee Rosters and contact information, maintaining the Department Newsletter and Website; managing communication tools; and contacting newly appointed officers including Area Manager Group Chairs and At-large

representatives with information about their roles and responsibilities on the Committee. League staff shall maintain a current roster of Area Managers' Groups representatives.

ARTICLE XI - RULES OF ORDER

Subject to the provisions in the League Bylaws and the Department Bylaws, Robert's Rules of Order shall prevail at all Department meetings.

ARTICLE XII - AMENDMENTS

These Bylaws may be amended by written mail ballot, email or fax by a majority vote of those voting, provided the proposed amendment(s) shall have first been prepared in writing, together with a statement in support thereof, and submitted to the Executive Committee, so as to permit their review and consideration. The proposed amendment(s) and any written comments from the Executive Committee in the form of support or opposition shall then be mailed to each member. Ballots shall be returned within 45 days from the date of mailing. Such amendments or any approved modification thereof shall take effect immediately after voted approval of the membership.

ARTICLE XIII - CONFLICT OF BYLAWS

If any portion of these Bylaws are declared to be contradictory or in any way in conflict with the Constitution and Bylaws of the League, then that portion shall become inapplicable and the Constitution and Bylaws of the League shall prevail.

***Adopted, October 20, 1975
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