



# County of San Diego

## COMMUNITY ACTION BOARD

### BY-LAWS

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#### ARTICLE 1

#### PURPOSE AND AUTHORITY

##### **Section A Establishing Authority**

In its capacity as the local Community Action Agency, and in accordance with California Government Code §12752.1, the County of San Diego established the Community Action Partnership Administering Board in a Resolution adopted by the Board of Supervisors on June 28, 1977 (118) and amended on September 6, 1977 (217).

##### **Section B Purpose**

In accordance with County of San Diego Board of Supervisors Policy A-74, Citizen Participation on County Boards, Commissions and Committees, the Community Action Partnership Administering Board, hereinafter referred to as the Community Action Board, advises the Board of Supervisors and the Health and Human Services Agency on matters related to poverty and programs designed to increase self-sufficiency among the low-income population.

##### **Section C Community Action Board**

The Community Action Board is a non-partisan, non-sectarian, non-profit making organization. It does not take part officially in, nor does it lend its influence to any political issues.

##### **Section D Type of Board**

The Community Action Board is advisory to the Health and Human Services Agency, the Chief Administrative Officer and the Board of Supervisors only. The Community Action Board is not empowered by ordinance, establishing authority or policy to render a decision of any kind on behalf of the County of San Diego or its appointed or elected officials.

#### ARTICLE 2

#### MEMBERSHIP AND TERM OF OFFICE

##### **Section A Designating Officials**

The Designating Officials of the Community Action Board are the County of San Diego Board of Supervisors.

Public Sector members to the Community Action Board are appointed by the Designating Officials.

Economically Disadvantaged Sector and Private Sector members of the Community Action Board are nominated by the Community Action Board and confirmed by the Designating Officials.

### **Section B Board Structure**

In accordance with California Government Code § 12751, the Community Action Board has a tripartite board structure.

The Community Action Board is limited to fifteen (15) members and ten (10) alternates (representatives of the Economically Disadvantaged and Private Sectors only), who shall be residents of San Diego County, in accordance with the establishing authority, as follows:

- Five members appointed by the Board of Supervisors shall represent the Public Sector;
- Five members (and their alternates) nominated by the Community Action Board and confirmed by the Board of Supervisors shall represent the Economically Disadvantaged Sector; and
- Five members nominated by the Community Action Board and confirmed by the Board of Supervisors shall represent the Private Sector.

The composition of the Community Action Board shall be:

#### Public Sector (5 members)

First Supervisorial District	(1 representative)
Second Supervisorial District	(1 representative)
Third Supervisorial District	(1 representative)
Fourth Supervisorial District	(1 representative)
Fifth Supervisorial District	(1 representative)

#### Economically Disadvantaged Sector (5 members)

East Region	(1 representative and 1 alternate)
North Central Region	(1 representative and 1 alternate)
North Region	(1 representative and 1 alternate)
South Region	(1 representative and 1 alternate)
Central Region	(1 representative and 1 alternate)

#### Private Sector (5 members)

At Large	(5 representatives and 5 alternates)
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Alternate representatives shall attend and vote in the absence of regular members. Alternate representatives shall not serve as officers of the Community Action Board, nor be voting members of committees unless they are voting in the absence of the primary representative.

The Community Action Board may periodically review target population statistics to determine accurate representation for the Economically Disadvantaged Sector.

## **Section C      Membership Terms**

The Term of Membership of representatives in each Sector shall be:

Public Sector: A representative nominated by a County Supervisor and confirmed by the Board of Supervisors shall serve for four years, concurrent with the nominating Supervisor's term of office. A term shall expire when the nominating Supervisor's term expires or when the Supervisor leaves office, whichever occurs first. However, pursuant to Section F. 2, members of the Public Sector shall serve during their terms at the will and pleasure of their appointing authorities. A representative to the Public Sector whose term has expired shall continue to discharge the duties as a member of the Community Action Board until a successor has been nominated and confirmed. The re-election of a member of the Board of Supervisors for a succeeding term shall not automatically extend the term of a Public Sector representative on the Community Action Board.

Economically Disadvantaged Sector: Representatives shall serve three years unless another term is specified by the Board of Supervisors at the time of the representative's appointment. If the vacancy for which a new member or alternate has been selected occurs before expiration of the previous incumbent's term, the new member or alternate is selected for the unexpired portion of that term.

Private Sector: Representatives shall serve three years, unless another term is specified by the Board of Supervisors at the time of the representative's appointment.

If the vacancy for which a new member organization has been selected occurs before expiration of the previous incumbent's term, the new member is selected for the unexpired portion of that term.

Additional Terms: Members and alternates in the Economically Disadvantaged and Private sectors who have served a term or portion of a term shall, at their request, be considered equally along with non-incumbent candidates for selection as a member or alternate for a new term, consistent with the selection process described in Article 2, Sections D2 and D3.

In accordance with Section D.1.(b) of Board of Supervisors Policy A-74, Citizen Participation In County Boards, Commissions And Committees, membership in the Economically Disadvantaged and Private sectors of the Community Action Board shall be limited to two consecutive terms. For the purpose of this limitation, a term shall include any appointments to fill a vacancy for one-half or more of a term. Members of a citizen committee whose terms have expired shall continue to serve until such time as they are either replaced or reappointed.

Alternates shall have the same terms of membership as their corresponding representatives in the Economically Disadvantaged Sector and Private Sector.

## **Section D      Selection of Members**

Members of the Community Action Board shall be selected as described in this section.

1. Public Sector: The Board of Supervisors (Designating Officials) has the sole power to appoint members to this sector. Each member of the Board of Supervisors may serve on the Community Action Board or appoint one representative. When a vacancy occurs within the Public Sector, the appropriate Supervisor will nominate a representative to fill the vacancy.

Representatives for the Economically Disadvantaged and Private Sectors and alternates for the Economically Disadvantaged and Private Sectors shall be nominated by the Community Action Board and confirmed by the Board of Supervisors.

2. Economically Disadvantaged Sector: The Community Action Board shall nominate five members and one alternate for each member to represent designated geographic areas. The

areas shall be fairly apportioned on the basis of the distribution of the economically disadvantaged population.

The Community Action Board shall maintain a file containing the applications of persons interested in representing the economically disadvantaged population. The Community Action Board may delegate maintenance of the file to Community Action Partnership staff. The file shall be developed and updated as set forth below.

- The process for soliciting interested persons shall be open and inclusive.
- The members and the alternate representatives for the Economically Disadvantaged Sector are selected through this process.
- Public notices shall be sent to organizations such as community-based organizations, churches, and other social service agencies within the geographic area from which candidates are being solicited. Each notice shall be accompanied by a cover letter correspondence requesting that the recipient organization post the notice in a location readily visible to members of the public.
- Notices shall announce an opportunity to apply to represent the economically disadvantaged population on the Community Action Board and shall include the name and telephone number of a Community Action Partnership staff person who can provide more information.
- Press releases will be issued to newspapers, including ethnic and neighborhood publications, and will contain the name and telephone number of a Community Action Partnership staff person who can provide more information.
- The staff person will respond to telephone calls with a brief description of the composition and purpose of the Community Action Board and an offer to forward more information and an application form to the caller.
- The names, addresses, and telephone numbers of persons who return applications will be placed on a roster organized by geographic area. Applications will be retained in a file for a minimum of two years.
- When a vacancy occurs, or is about to occur, the Nominating Committee shall review the roster and applications on file for that geographic area. The Nominating Committee may choose to supplement the pool of applicants through additional outreach and advertising.
- The Nominating Committee will review applications, interview applicants, and make nomination recommendations for consideration by the full Community Action Board.
- After the full Community Action Board acts on the Nominating Committee's recommendations, the Chairperson will sign letters notifying applicants of the Nominating Committee's recommendation to the Board of Supervisors for their approval.
- Applications of persons not selected for current vacancies will remain on file for a minimum of two years, to be retrieved and considered by the Nominating Committee when new vacancies occur.
- If the vacancy for which a new member or alternate has been selected occurred before expiration of the previous incumbent's term, the new member or alternate is selected for the unexpired portion of that term
- The new member(s) will be seated at the next regular Community Action Board meeting following Board of Supervisors' confirmation of the appointee.
- If the Board of Supervisors does not confirm the proposed new member, the selection process will be repeated.

3. Private Sector: The Community Action Board nominates five private sector organizations representing business, industry, labor, religions, welfare, social service, education, or other significant groups and interests within the community.

The Community Action Board shall maintain a file containing the names and addresses of private, not-for-profit and for-profit organizations who may potentially be interested in being represented on the Community Action Board. The Community Action Board may delegate maintenance of the file to Community Action Partnership staff. The file shall be developed and updated as set forth below.

- The process for soliciting interested organizations shall be open and inclusive.
  - Members of the Community Action Board and/or its Nominating Committee shall propose the names of organizations whose activities suggest a possible interest in and potential asset to the Community Action Board.
  - Community Action Partnership staff shall update the list as to addresses, telephone numbers, and names and titles of chief executive officers.
  - When a vacancy occurs, or is about to occur, the Nominating Committee shall review the list of organizations. The Nominating Committee may decide to expand the list by adding organizations.
  - Community Action Partnership staff shall send letters inviting organizations to respond if they are interested in being represented on the Community Action Board. Letters shall include a description of the purpose and composition of the Community Action Board and the application form by which organizations may signal their potential interest.
  - The Nominating Committee shall nominate organizations to be recommended to the Community Action Board. Nominations may be based on written information solicited from interested representatives, or by face-to-face interviews, or by a combination of methods. No organization shall be nominated whose representative, or alternate representative, is an employee of the County of San Diego.
  - After the full Community Action Board acts on the Nominating Committee's recommendations, the Chairperson will review letters notifying the applicant organizations of the Nominating Committee's recommendation to the Board of Supervisors for their approval.
  - If the vacancy for which a new member organization has been selected had occurred before expiration of the previous incumbent's term, the new member organization is selected for the unexpired portion of that term.
  - A new member organization shall be notified of acceptance after approval by the Community Action Board and confirmation by the Board of Supervisors.
  - The representative of a new member organization shall be seated at the next regular Community Action Board meeting following the Board of Supervisors' confirmation of the appointment.
  - If the Board of Supervisors does not confirm the recommended appointee, the selection process will be repeated.
4. Petition for Representation: Groups, organizations or community agencies from the Economically Disadvantaged Sector who feel they are inadequately represented may submit a letter to the Community Action Board Chairperson detailing their specific reasons, along with their suggested issue resolution for consideration.

The Community Action Board Chairperson will bring the issue to the Community Action Board Executive Committee for review and action, including formal written response to the petitioner.

### **Section E     Residence**

In accordance with U.S. Code, Title 42, § 9910 and California Government Code § 12751, at least one-third of the members of the Community Action Board shall be:

1. Representatives of low-income individuals and families in the neighborhood served;
2. Residing in the neighborhood served; and
3. Able to participate actively in the development, planning, implementation, and evaluation of programs funded under this chapter. (U.S. Code, Title 42 Chapter 106, §9910 (b) (1) (A) (B) (C).)

### **Section F     Vacancies**

1. The following events shall constitute a vacancy:
  - Designating Official removes a Public Sector representative;
  - Member resigns or dies;
  - Designating Official leaves office;
  - Term of membership or alternate membership expires;
  - Member's excessive absences, as defined in Article 6, Section F, creates an automatic vacancy; or
  - Member is notified of his/her removal for cause.
2. Resignations - A member may resign or withdraw by filing with the Community Action Board a written resignation. If a member resigns, the vacancy shall be filled in accordance with the selection procedure for the respective sector as identified in Article 2, Section D, "Selection of Members".
3. Removal - Members of the Community Action Board from the Public Sector shall serve during their terms at the will and pleasure of their appointing authorities.

Members of the Economically Disadvantaged Sector and organizations representing the Private Sector may be removed by a majority vote of the Community Action Board for the following reasons:

- Falsely representing the Community Action Board's actions or recommendations;
- Impersonating an officer of the Community Action Board;
- Conflict of interest;
- Violation of Community Action Board policies;
- Violation of applicable County policies; and/or
- Failure of a member organization to select a representative.
- A member representing the Economically Disadvantaged Sector no longer resides in the geographic area he/she was selected to represent

The member shall be notified in writing that an item has been placed on the agenda for the next Community Action Board meeting to remove the member for cause. A majority vote is

required for removal. The member shall be notified of the Community Action Board's decision in writing within five days following the meeting.

**Section G Conflict of Interest**

No employee of the Community Action Agency or the funding source may serve on the Community Action Board.

No other Federal/State employee may serve on the Community Action Board in a capacity which will require him/her to act as an agent of or attorney for the Community Action Board in its dealings with the funding source or with any other Federal/State agency.

No member of the Community Action Board shall make, participate in making, or in any way attempt to use his/her position as a member of a committee to influence a decision in which he/she knows or has reason to know that he/she has a financial interest, except in those cases where the member is appointed to represent an entity or group having a financial interest in a matter coming within the Community Action Board's area of responsibility.

No person shall be appointed to or serve on a committee which participates in the making of County contracts in which such person is financially interested within the terms of Government Code section 1090 et seq. This prohibition is not applicable to persons with "remote interests" as defined in subdivision (b) of Government Code section 1091, provided that the person discloses the interest in accordance with subdivision (a) of Government Code section 1091 and the person does not influence or attempt to influence other committee members to act favorably in respect to the contract in which the person has a remote interest.

**Section H Compensation**

Members of the Community Action Board shall serve without compensation. Community Action Board Members may be reimbursed for expenses incurred in performing their duties pursuant to the County Administrative Code, Article XXVI-A, Sections 471, 472 and 484.

**ARTICLE 3  
DUTIES**

**Section A Designating Officials**

The powers of the Designating Officials shall consist of the following:

1. Approval of program plans, priorities, proposals, and budgets.
2. Enforcement of compliance with all conditions of funding source grants.

These powers shall not be subject to concurrence, veto, or modification by any other local officials or authority, unless pursuant to a delegation of powers by the Designating Officials.

**Section B Delegation**

The powers outlined in Article 3, Section A, may be delegated to the Community Action Board and no other entity, unless written approval has been granted by the funding source to do so.

**Section C Community Action Partnership Board**

The Community Action Board shall have the following powers, duties, and responsibilities.

1. Establish processes for planning and public hearings regarding the use of community action funds. Make recommendations on CAP's allocation of program resources. The final results shall be submitted in the form of recommendations to the Board of Supervisors for action;

2. Assist and ensure membership composition, standards, and election procedures;
3. Select its own officers, executive committee, and other committees;
4. Review policies relating to programs of the Community Action Partnership, and recommend to the Board of Supervisors the adoption of such policies as it may deem necessary and desirable;
5. Participate in the development and implementation of all programs and projects designed to serve the economically disadvantaged or low-income areas to assure maximum feasible participation of residents of the areas and members of groups served;
6. Provide a forum for the economically disadvantaged and concerned residents to allow a mechanism for securing broad community involvement in the programs;
7. Determine, subject to funding source policies, rules and procedures for the Community Action Board;
8. Exercise all powers which the Designating Officials may delegate.

The Community Action Board has the right to: (1) request reasonable advance notice of and an opportunity to make recommendations to the Designating Officials concerning the exercise of all powers which those Officials have not delegated to the Community Action Board; and (2) perform such other duties and responsibilities as may be assigned by the Board of Supervisors.

**Section D Staff Assistance**

The Community Action Partnership shall be responsible for providing necessary staff support to the Community Action Board.

**ARTICLE 4  
OFFICERS**

**Section A Officers**

The election of officers is a responsibility of the Community Action Board membership and is governed in accordance with the establishing authority. If not addressed in the establishing authority, the following Sections B through F are in force.

**Section B Election of Officers**

The Community Action Board annually elects from its members the following officers: Chairperson, Vice-Chairperson and Secretary.

**Section C Vacated Office**

If an office is vacated, the Chairperson will temporarily appoint a member of the Community Action Board to fill the vacancy until a new officer is elected. Such election shall be held within 30 days of the vacancy.

**Section D Chairperson**

The Chairperson provides general supervisory guidance to the Community Action Board and presides over its meetings. The Chairperson assigns coordinating duties to the Vice Chairperson as necessary. The Chairperson is the sole official spokesperson for the Community Action Board unless this responsibility is delegated in writing.



**Section E Vice Chairperson**

In the absence of the Chairperson, the Vice Chairperson assumes the duties and responsibilities of that office.

**Section F Secretary**

The Secretary or assigned staff records the minutes of all Community Action Board meetings and handles committee correspondence. The Secretary or assigned staff keeps the roll, certifies the presence of a quorum, maintains a list of all active representatives, and keeps records of actions as they occur at each meeting. It is the responsibility of the County staff assigned to the Community Action Board to assure that posting of meeting notices in a publicly accessible place for 72 hours prior to the committee meeting occurs, to keep a record of such posting, and to reproduce and distribute the Community Action Board notices and minutes of all meetings.

**Section G Minutes**

The Community Action Board shall require the secretary or assigned staff to keep written minutes, including records of votes on all motions, for all meetings of the Community Action Board and the Executive Committee. The minutes are to be distributed to all Community Action Board members prior to the next meeting and signed by the Secretary after approval by the Community Action Board. A copy of the minutes shall be filed with the Clerk of the Board of Supervisors and shall be available for public inspection upon request.

The Community Action Board may adopt, from time to time, such rules and regulations for the conduct of its meetings and affairs as may be required. Meetings shall be governed by Robert's Rules of Order insofar as such rules are not inconsistent or in conflict with these by-laws.

**ARTICLE 5  
COMMITTEES**

**Section A Committee Appointments**

The Chairperson shall appoint all standing and special committees as may be deemed necessary by the Community Action Board. The Chairperson will announce committee appointments to the Community Action Board. In the absence of the Chairperson, the officer of the Community Action Board next in authority as per these by-laws shall make committee appointments as stated above.

**Section B Executive Committee**

The Executive Committee shall be comprised of, at minimum, the Chairperson, Vice- Chairperson, and Secretary.

The Executive Committee shall have the authority to act for the Community Action Board on matters of routine and ordinary business between the meetings of the Community Action Board. All actions shall be subject to ratification by the full Community Action Board at its regular meeting unless otherwise directed by the Community Action Board.

**Section C Planning Committee**

The Planning Committee shall review and make recommendations to the Community Action Board on programmatic matters including but not limited to needs assessment, grant applications, local plans, Program Progress Reports and Requests for Proposals (RFPs).

**Section D Finance Committee**

The Finance Committee shall review and make recommendations to the Community Action Board

on all fiscal and budgetary matters.

**Section E Nominating Committee**

The Nominating Committee is an ad-hoc committee.

The Nominating Committee shall assemble when a vacancy occurs, or is about to occur in the Economically Disadvantaged or Private Sectors. The duties of the Nominating Committee are outlined in Article 2, Section D.

**Section F Committee Chairperson**

Each committee chairperson shall be responsible for the keeping of records of all actions and reports of the committee, and shall submit these actions and reports to the Community Action Board on a regular basis. A committee chairperson shall not act as spokesperson for the Community Action Board unless authorized to do so in writing as set forth in Article 4, Section D, of these by-laws.

**Section G Coordinating Committee**

A coordinating committee comprised of the chairpersons of the committees may be formed to assemble information from each committee for presentation to the Community Action Board. The Chairperson or Vice-Chairperson shall act as the chairperson of the coordinating committee.

**ARTICLE 6  
ORGANIZATION PROCEDURES**

**Section A Robert's Rules of Order**

Robert's Rules of Order govern the operation of the Community Action Board in all cases not covered by these by-laws. The Community Action Board may formulate specific procedural rules of order to govern the conduct of its meetings.

**Section B Voting Rules**

Any group voting is on the basis of one vote per person and no proxy, or absentee voting is permitted.

**Section C Meetings and Committees**

All meetings of the Community Action Board and its committees are open to the public to the extent required by the Ralph M. Brown Act. Meetings are to be held in accessible, public places. Notice of all Community Action Board meetings shall be posted in a publicly accessible place for a period of 72 hours prior to the meeting (special meetings require 24 hour notice). In addition, such notice will be mailed on request.

**Section D Meeting Frequency**

The Community Action Board shall provide for regular meetings. It shall hold a minimum of six regular meetings per year. The Community Action Board shall provide the date, time, place, and adequate legal notice of regular meetings. The meeting notice must meet ADA Compliance regulations. A copy of such notice shall be filed with the Clerk of the Board of Supervisors.

If at any time, a regular meeting falls on a holiday, the meeting date shall be determined by the Community Action Board. Written notice of the meeting must be posted 72 hours prior to the meeting date.

A special meeting may be called at any time by the Chairperson or upon written request of at least

eight members. Written notice must be posted and delivered to each member personally or by mail at least 24 hours before the time of the meeting as specified in the notice. Only the subject matter specified in the notice may be addressed.

**Section E Quorum**

At least fifty (50) percent of the non-vacant seats of the Community Action Board shall constitute a quorum for transaction of business. At least fifty (50) percent of the non-vacant seats of any subcommittee of the Community Action Board shall constitute a quorum for transaction of the subcommittee's business.

**Section F Attendance**

Members of the Community Action Board shall attend scheduled meetings. If a representative of the Economically Disadvantaged Sector or the Private Sector is unable to attend a meeting of the Community Action Board, the representative shall notify his/her alternate who shall attend in the representative's place.

A representative of the Public Sector, who is absent from three scheduled Community Action Board meetings in any fiscal year, shall be deemed to have excessive absences. A letter shall be sent, signed by the Chairperson of the Community Action Board, informing the nominating Supervisor and the representative that a circumstance of excessive absences exists, and requesting from the appointing County Supervisor a replacement representative for his/her district in accordance with County ordinances and Board Policies pertaining to the selection of citizen advisory board members.

A representative of the Economically Disadvantaged Sector or the Private Sector, who is absent from three scheduled Community Action Board meetings in any fiscal year, thereby shall have created a vacancy on the Community Action Board. The vacancy is automatic by reason of the representative's excessive absences.

A member who is absent for good cause may request that the Chairperson of the Community Action Board excuse an absence. If the Chairperson consents to excuse an absence for good cause, the absence shall not be counted in determining excessive absences. The Chairperson shall inform the Community Action Board during regularly scheduled meetings of absences that have been excused for good cause. Reasons such as illness or being out of town shall generally be considered good cause for absence.

**ARTICLE 7**  
**AMENDMENTS**

**Section A Procedure**

The by-laws may be amended by a simple majority of the members of the Community Action Board present at a regular or special meeting in which a quorum is constituted. An amendment to the by-laws shall be proposed at a regular meeting. A copy of the proposed amendment shall be mailed to each member at least seven days prior to the meeting date.

Amendments approved by the Community Action Board will become effective upon San Diego County, Board of Supervisors' approval.

Approved by Community Action Board on April 9, 2020, Secretary  
(date)

Approved by the Board of Supervisors on August 4, 2020  
(date)

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Signature