



CALIFORNIA LOCAL
GOVERNMENT
MANAGEMENT
COLLABORATIVE
(CAL-ICMA)
BYLAWS

Amended October 1, 2023

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CALIFORNIA LOCAL GOVERNMENT MANAGEMENT COLLABORATIVE
(Cal-ICMA)
BYLAWS

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ARTICLE I
NAME

The name of this organization shall be the California Local Government Management Collaborative (Cal-ICMA), herein referred to in these Bylaws as "Cal-ICMA" or "the Collaborative."

ARTICLE II
DEFINITIONS

1. *Collaborative*—An organization that is not a corporation, nor an organization that possesses the privileges and powers of a non-profit corporation in California. Cal-ICMA is a confederation of existing local government management professional associations in the State;
2. *Affiliate Organization*—An existing local government management professional association in California that has been invited to participate in the Collaborative, and is represented on the governing board of Cal-ICMA;
3. *ICMA*—International City/County Management Association;
4. *Scope of Services Agreement*—An agreement between ICMA and Cal-ICMA that specifies the secretariat services to be provided to Cal-ICMA;
5. *Program or Operating Year*—Calendar year runs from July 1 through June 30;
6. *Committee*—Permanent or standing committee from year-to-year; and
7. *Task Force*—Temporary committee or working group.

ARTICLE III
PURPOSE

The purposes of this Statewide Collaborative shall be to:

1. Represent ICMA as California's statewide organizational unit, and to maintain a close liaison and working relationship with ICMA. Also, to serve as the entity that develops and maintains a Scope of Services Agreement with ICMA;
2. Provide a structure through which the discussion of local government management and ICMA-related issues can be accommodated;
3. Maintain coordinating organizations' emphasis on matters unique to its members;
4. Promote professional development, networking, and inclusion in the profession and among members of the Affiliate Organizations;
5. Promote ICMA membership in California;
6. Promote the high ethical standards of local government management;
7. Encourage and support the Council-Manager form of local government; and
8. Identify and implement programs and projects that recruit and retain talented individuals in the profession.

ARTICLE IV

GOVERNING BOARD, TERMS OF OFFICE, APPOINTMENTS, AND PURPOSE:

Section 1. Governing Board.

The affairs of the Collaborative shall be conducted by a Board of Directors (hereafter referred to as "Board") composed of the following representatives:

- Four (4) from the League of California Cities' City Managers' Department;
- Two (2) from the California City Management Foundation;
- Two (2) from the Municipal Management Association of Northern California (MMANC);
- Two (2) from the Municipal Management Association of Southern California (MMASC);
- One (1) Principal Assistant, who serves in the capacity of an Assistant Manager, Deputy Manager, Assistant to the Manager, or Department Head for a City, County, or Special District in California;
- One (1) from the County Administrative Officers' Association;

- One (1) from the Local Government Hispanic Network (LGHN);
- One (1) from the National Forum for Black Public Administrators (NFBPA);
- One (1) from the International Network of Asian Public Administrators (i-NAPA);
- One (1) from Women Leading Government (WLG); and
- Four (4) ICMA At-Large members that could include the following:
 - Any Cal-ICMA regular member
 - Higher education faculty member
 - A member of a California student ICMA chapter
 - Retired ICMA member
 - ICMA Senior Advisor
- Up to two (2) ICMA Executive Board West Coast Vice Presidents
- One (1) Past President of Cal-ICMA
- Committee Chairs

ICMA membership is a prerequisite for voting on the Cal-ICMA Board, which requires five years of service in local government and five years of ICMA membership. Each Affiliate Organization may designate an alternate member to attend Board meetings in the absence of its representative. Also, the Board may designate alternate members to serve in the absence of Board members who do not represent an Affiliate Organization.

Section 2. Officers.

The Board will maintain an Executive Committee that consists of the Past President, President, and President-Elect which will meet as needed to address business decisions that require action between full Board meetings. The Board's secretariat function will be performed by ICMA as described in a scope of services agreement agreed upon by ICMA and Cal-ICMA. The Board's treasurer function will be performed by ICMA or through a partnership or contract with another organization.

The President will have the responsibility of presiding over Board meetings as well as

appointing Committee Chairs and Task Force Chairs. The President will also have the discretion to work with the Committee Chairs to appoint Committee Vice Chairs or Co-Chairs to assist in the work of each Committee or Task Force as needed.

On or around February of each year, at the Cal-Cities City Manager's Department Conference and Cal-ICMA Annual meeting, a majority of the Board shall elect a President-Elect to perform the same functions in the absence of the President.

The term of office for the Past President, President and President-Elect shall be one (1) year for each office and will run from February through February of each year in line with the Cal-Cities City Manager's Department Annual Meeting.

Section 3. Terms.

All Board members' terms of office shall be two (2) years. There are no term limits to the number of terms that a Board member can serve on the Cal-ICMA Board. The term of office will run from February through February of each year in line with the Cal-Cities City Manager's Department Annual Meeting.

Section 4. Appointments.

All Affiliate Organizations' Cal-ICMA Board representatives shall be appointed by their respective organizations in a manner determined by each Affiliate Organization. All other Board members shall be appointed by a majority vote, including the positions of: At-Large, retirees and Principal Assistant in accordance with Article 8, Section 4. Vacancies shall be filled in the same manner as appointments. Members who serve in non-retired At Large Board positions appointed by the Cal-ICMA Board (At Large and Principal Assistant), who are no longer employed by a local government agency in California can remain serving on the Board, at the discretion of the Cal-ICMA Board.

Section 5. Purpose.

The Board (or Board's designee(s)) is (are) responsible for the following functions: assisting ICMA to perform ethics reviews/acting as a fact-finding committee when requested by ICMA; raising awareness about ethics-related issues in the profession in California; nominating members to the ICMA Executive Board and ICMA Committees and Task Forces in accordance

with Article 8 Section 4; promoting ICMA membership; coordinating local government management training in California; providing general guidance to Cal-ICMA staff; appointing Cal- ICMA committee members; assisting ICMA in implementing programs in California; and assisting ICMA with the implementation of priority projects in California.

Section 6. Quorum.

One-third of the voting members of the Cal-ICMA Board shall constitute a quorum.

ARTICLE V

MEETINGS AND PROCEEDINGS

Section 1. Board Meetings

Board meetings will be held generally during Affiliate Organizations' scheduled activities. Board meetings shall follow Robert's Rules of Order or rules of order as modified by the Board. A quorum is established with one-third of the voting members. Each Board member has one (1) vote. Every effort should be made to schedule Cal-ICMA professional development and networking events in conjunction with coordinating organizations' existing programs. Board meetings will occur no less than three times per year. Board meetings can be held in-person or remotely; members may participate remotely at in-person meetings with the approval of the Executive Committee.

ARTICLE VI

MEMBERSHIP, DUES, AND FEES

Section 1. Full Member

A member who is an ICMA member in California.

Section 2. Associate Member

A member who is not a member of ICMA but is a member of one of Cal-ICMA's Affiliate Organizations. Associate memberships have a limited term of one (1) year and are initiated by a written acknowledgement by Cal-ICMA staff.

Section 3. Dues

No dues shall be levied against any member of Cal-ICMA except as determined by three-fourths of the full members of Cal-ICMA.

Section 4. Fees

Event-specific fees may be assessed by a majority of the Collaborative's governing board for Cal-ICMA-initiated professional development and networking events or for events with which Cal-ICMA is a co-sponsor.

Section 5. Net Revenue/Cash Balance

The Collaborative may retain net revenue/cash balance but may not transfer funds to any other organization without an approval of three-fourths of Cal- ICMA's board members.

ARTICLE VII

SUPPORT SERVICES

Section 1. Secretariat Services.

Secretariat services will be provided by ICMA as described in the Scope of Services agreement agreed upon by ICMA and Cal-ICMA.

ARTICLE VIII

COMMITTEES AND TASK FORCES

Cal-ICMA will maintain standing committees from year-to-year. Additionally, the Collaborative may establish and dissolve Task Forces, as it deems necessary. Each Committee or Task Force shall consist of one or more Cal-ICMA members and shall have such duties and responsibilities as designated by the President and/or the Board. In the selection of members, consideration will be given to such representation factors as agency size, geographical location, and membership profile (e.g., city, county, special district, academic, etc.), as well as to the diversity of members including but not limited to gender, age, ethnicity, and background. Every effort will be made to appoint Committee and Task Force chairs who are not members of the Board. Committee members' terms co-inside with the rest of the Cal-ICMA Board. . All current Committees and Task Forces will be identified and defined on the Cal-ICMA website.

Section 1. Budget Committee.

The Board shall establish a standing Budget Committee. The Budget Committee shall be composed of no fewer than three (3) full members of the Collaborative and at minimum one (1) member of the Executive Committee. The Budget Committee shall present a budget to the

Collaborative for consideration and adoption prior to June 30 of each Operating Year.

Section 2. Ethics Committee.

The Board shall establish a standing Ethics Committee. The Ethics Committee shall be composed of no fewer than five (5) full members of the Collaborative.

Section 3. Nominations, Governance, and Membership Committee.

The Board shall establish a standing Nominations, Governance, and Membership Committee. The Nominations, Governance, and Membership Committee shall be composed of no fewer than five (5) full members of the Collaborative, and the Past President of Cal-ICMA shall serve as the Chair of the Committee.

Section 6. Additional Committee and Task Force Appointments.

The President shall appoint members of additional standing committees and task forces to carry out the business of the Collaborative as deemed advisable from time to time by the Board.

ARTICLE IX

BYLAW AMENDMENTS

Section 1. Amendment Process.

Any member of the Board or the Board itself, by affirmative motion, can submit a by-law change for consideration by the Nominations, Governance, and Membership Committee.

The Chair of the Nominations, Governance, and Membership Committee will convene a meeting of the Committee within ten (10) business days of submission of the by-law petition.

The Nominations, Governance, and Membership Committee Chair will then send to the President of the Board and a notice to the General Membership, the recommendation of the Committee within ten (10) business days after the Committee's final recommendation is made.

There shall then be a thirty (30) day "Notice Period" once the Nominations, Governance, and Membership Committee Chair sends out the recommendation notice. No actions on these amendments can take place by the Board during this thirty (30) day "Notice Period."

At the next regularly scheduled Board meeting after the thirty (30) day "Notice Period," the President of the Board will agendize and call up the item for Board consideration. The President

will also be responsible to ensure any feedback from general Cal-ICMA Members are presented to the Board as well.

Section 2. Voting Options of the Board on Recommended Bylaw.

Amendments The Board has four (4) options when all provisions of Article 9, Section 1 are fulfilled:

1. Approve the Nominations, Governance, and Membership Committee recommendation,
2. Amend and Approve the Nominations, Governance, and Membership Committee recommendation,
3. Disapprove the Nominations, Governance, and Membership Committee recommendation,
4. Return the recommendation to the Nominations, Governance, and Membership Committee for further review with a return to the Board in thirty (30) days or less.

Section 3. Amendment Voting Quorum for Approval.

Final Amendments to the Bylaws require a two-thirds majority of a quorum of the Board for approval.

Section 4. Bylaw Dating.

All Amended Bylaws approved by the Board in accordance with Article 9, Sections 1-3 must be dated with the date of approval by the Board.

ARTICLE X

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 ICMA, then that portion shall become inapplicable, and the deleted provision shall be redrafted to be in conformance with ICMA's Bylaws.

Amended by the Cal-ICMA Board on October 1, 2023; August 8, 2008; December 16, 2009; June 16, 2010; November 14, 2012; February 3, 2016; February 8, 2017; May 9, 2018.