

**BYLAWS OF
THE SANTA CLARA COUNTY
HUMAN RIGHTS COMMISSION**

1. ESTABLISHMENT AND PURPOSE

The Santa Clara County Human Rights Commission (“HRC” or “Commission”) was established in accordance with Sections 500 and 506 of the Charter by ordinance of the Board of Supervisors for the County of Santa Clara. The purpose of the Commission is to advise the Board of Supervisors on matters that foster mutual respect and understanding among or between people within Santa Clara County and to address incidents of prejudice and discrimination perpetrated on and by people, or groups of people, within Santa Clara County because of race, religion, national origin, cultural background, sex, sexual orientation, age, disability, or other factors.

The Commission serves as an advocate for human rights issues within Santa Clara County and works to promote respect for diversity and inclusion of all people. The HRC tries to follow the spirit of the Universal Declaration of Human Rights.

2. POWERS AND DUTIES

As provided in Ordinance Code section A6-54, the powers and duties of the Commission are:

- (a) To foster mutual respect and understanding among or between people within Santa Clara County, including people within the County subject to prejudice and discrimination due to race, religious creed, color, national origin, ancestry, physical disability, mental disability, marital status, gender, sexual orientation, socioeconomic status, civic interest, or other factors.
- (b) To make studies in the field of human relationship relating to the Santa Clara County community that, in the judgment of the Commission, will aid in effectuating its general purposes.
- (c) To inquire into and investigate incidents of tension and conflict among or between people within Santa Clara County, including people subject to prejudice and discrimination due to race, religious creed, color, national origin, ancestry, physical disability, mental disability, marital status, gender, sexual orientation, socioeconomic status, civic interest, or other factors, and to take action by means of conciliation, conference, and persuasion to alleviate those tensions and conflict.
- (d) To hold conferences and other public meetings in the interest of resolution of tensions, prejudice, and discrimination among or between groups of people within Santa Clara County, including people within the County subject to prejudice and discrimination due to race, religious creed, color, national origin,

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ancestry, physical disability, mental disability, marital status, gender, sexual orientation, socioeconomic status, civic interest, or other factors.

- (e) To render to the Board of Supervisors for approval, an annual work plan no later than June of each year detailing the activities for the following fiscal year.
- (f) To render to the Board of Supervisors at least once each calendar year, a report or reports of all activities. To issue publications and reports of investigation as advisory reports to the Board of Supervisors as in the Commission's judgment will tend to effectuate the purpose of this article and provide a copy of all reports to the County Executive.
- (g) To enlist the cooperation and participation of a variety of people in Santa Clara County, including people subject to prejudice and discrimination due to race, religious creed, color, national origin, ancestry, physical disability, mental disability, marital status, gender, sexual orientation, socioeconomic status, civic interest, industry and labor organizations, media or mass communication, fraternal and benevolent associations, public agencies, and other groups in educational campaigns, programs, or other activities as approved by the Board of Supervisors in the annual work plan. The education campaigns, programs, or activities shall be devoted to fostering mutual esteem, justice, and equity among or between the diverse groups within the Santa Clara County community.
- (h) Subject to approval by the County Executive, to request the Office of the County Executive staff assigned to support the Commission to take any action for the purpose of furthering the objectives in this article by requesting information, services, facilities and any other assistance from County Departments.
- (i) To encourage community participation within Santa Clara County and to consult and advise the Board of Supervisors on strategies that reduce hate violence in the community.

3. MEMBERSHIP

a. Composition and Appointment

The membership of the Commission is defined in Ordinance Code section A6-51. The Commission shall consist of fifteen (15) members allocated equally among the five (5) supervisorial districts. The Commissioners shall be nominated by individual Supervisors and appointed by the Board of Supervisors. Pursuant to Charter Section 506, all members shall be residents of Santa Clara County.

All references to Member or Commissioner in this document refer to one of the 15 members appointed by the Board of Supervisors, unless otherwise specifically specified.

b. Term of Commissioners

The term of each commissioner is defined in Ordinance Code section A6-51. Each Commissioner shall have a term of four (4) years or until the commissioner's respective successor is appointed and qualified. In compliance with Section 14 of Appendix B of the Rules of the Board, no Commissioner shall be eligible to serve more than three (3) consecutive terms, in addition to any portion of any unexpired term that Commissioner may have served.

c. Oath of Office and Orientation

Upon appointment to the Commission and prior to performing any duties of the office, each commissioner shall participate in an orientation with the HRC Chairperson and County Executive's Office staff liaison to the Commission and take the Oath of Office. A certified copy of the Oath shall be filed with the Clerk of the Board of Supervisors.

d. Attendance Requirement

A commissioner's failure to attend three consecutive regular meetings without good cause as determined by the Chairperson will result in notification to the nominating authority, which may result in removal of the commissioner from the Commission. Good cause may include personal illness, medical leave, or emergency (family business). A Commissioner shall provide the reason for absence to the Chairperson in advance of the meeting when possible, or no later than 24 hours after the scheduled meeting.

e. Resignation of Commissioners

A resignation of a Commissioner shall be in writing and filed with the Clerk of the Board of Supervisors, nominating Supervisor, the County Executive's Office staff liaison to the Commission, and the HRC Chairperson.

If the HRC Chairperson learns that a Commissioner is no longer able to participate but has not received a resignation from the Commissioner, notification shall be made to the nominating authority, which may result in removal of the Commissioner from the Commission.

f. Commissioner obligations include:

- i. Have an interest in, commitment to, and experience related to the mission and goals of the Commission.
- ii. Attend all regular and special Commission meetings in order to establish a quorum pursuant to Section 7 of these Bylaws.
- iii. Accept appointment to and be active in assigned committee(s).

- iv. Attend assigned committee meetings, forums, and events.
 - v. Be active in at least one Commission committee for the duration of their term.
 - vi. Attend Commission retreat(s).
 - vii. Fulfill the duties of a Commissioner as stated in these Bylaws.
 - viii. Follow County policies and processes regarding Commission business.
 - ix. Help to build consensus within the Commission.
- g. Emeritus Membership

A former Commissioner is eligible for Emeritus Membership if the person has been an active participant of the Commission for at least six (6) years. Emeritus Members may not vote, sit at the dais, or hold office, but may serve on a committee. If an Emeritus Member serves on an ad hoc committee, the ad hoc committee is subject to the Brown Act, as discussed in Section 10 of these bylaws.

Emeritus Membership status may be granted by majority vote of the Commission upon the recommendation of the Executive Committee. Such vote shall be documented in the Commission's minutes. Emeritus Membership requests should be directed to the HRC Chairperson.

A resignation of an Emeritus Member shall be in writing to the HRC Chairperson and noticed on a Commission agenda for the record.

4. ELECTION AND DUTIES OF OFFICERS

- a. Election of Officers

The officers of the Commission shall be a Chairperson, Vice-Chairperson, and Treasurer; if possible, each officer shall represent a separate Supervisorial district. Each officer shall hold office for one year until re-election or until a successor is elected. No officer may serve in the same office for more than two (2) consecutive years.

At a regular meeting of the Commission, no later than May 1st of each year, the Commission shall establish a three (3) person ad hoc nominating committee composed solely of members of the Commission and chaired by a member of the Executive Committee. The Nominating Committee shall contact proposed nominees to determine their willingness to run for office, and nominate additional candidates if necessary, to complete a ballot of at least one (1) nominee for each

office. Only Commissioners may be officers. The Nominating Committee shall transmit its nominations to the Clerk of the Board so that the proposed officers can be presented at the May meeting of the Commission and voted on by the first meeting of the new fiscal year.

b. The Chairperson shall:

- i. Preside at all meetings of the Commission;
- ii. Sign all reports and other documents adopted by the Commission;
- iii. Make appointments to Committees of the Commission, including Committee Chairpersons;
- iv. Serve as Chair of the Executive Committee;
- v. Appoint at-large members to the Executive Committee to constitute an Executive Committee of five (5) when an officer is also a chairperson of one of the other two standing committees;
- vi. Act as the primary liaison between the Board of Supervisors and the Commission;
- vii. Perform orientation for newly appointed Commissioners; and
- viii. Perform such other duties as the Commission or Executive Committee may direct.

c. The Vice-Chairperson shall:

- i. Function as Chairperson in case of the Chairperson's absence or inability of the Chairperson to act;
- ii. Serve as Vice Chairperson of the Executive Committee;
- iii. Perform oversight for all standing and ad-hoc committees to ensure they are functioning and achieving work plan goals and objectives; and
- iv. Perform such other duties as the Chairperson, Executive Committee, or the Commission may direct.

d. The Treasurer shall:

- i. In collaboration with County staff, maintain at all times a full and complete record of the accounts of the Commission;
- ii. Receive a quarterly financial report from County staff and format for presentation to the full Commission during a regular meeting;
- iii. Assist Commissioners with the preparation of the proper forms for quotes, expenditures, and reimbursements;
- iv. Ensure that all expenditures are duly and properly authorized by the Commission;
- v. Serve as a member of the Executive Committee;
- vi. In collaboration with the Executive Committee, prepare an annual budget for approval by the Commission; and
- vii. Perform such other duties as the Chairperson or the Commission may direct.

e. Officer Vacancies

When an office becomes vacant during the term of such office, the Commission shall elect a successor from its membership at the earliest meeting at which such election would be practicable, and such election shall be for the unexpired term of such office. If the office of Chairperson becomes vacant, the Vice-Chairperson will automatically assume the role of Chairperson until such meeting of the Commission can be held. If both the Vice-Chairperson and Chairperson offices are vacant, the Treasurer will automatically assume the role of Chairperson until such meeting of the Commission can be held. If all offices are vacant, the longest-serving member of the Executive Committee (by appointment date) shall assume the office of Chairperson until such meeting of the Commission can be held.

f. Annual Meetings with Supervisors

Once a year the Commission Chairperson and/or the Vice-Chairperson will meet with each Supervisor and the Supervisor's appointed Commissioners to discuss the Commission's Work Plan and progress made toward achieving desired outcomes.

5. STAFF ASSISTANCE TO COMMISSION

The Office of the County Executive shall provide staff assistance to the Commission. The Clerk of the Board shall be the ex-officio secretary of the Commission and shall provide secretarial assistance to the Commission and attend all Commission meetings.

6. MEETINGS OF THE COMMISSION

- a. Meetings of the Commission shall be properly noticed and open to the public in accordance with the Ralph M. Brown Act (Gov. Code section 54950, et seq.) ("Brown Act") and the County Open Government Ordinance (Division A17). The Commission shall hold regular meetings on the second Thursday of designated months at 6:30 p.m. If the regular meeting falls on a holiday, the Commission shall fix another day. The Commission shall approve the calendar year's schedule of regular meetings prior to the first meeting in January of that year. Pursuant to County Ordinance Code section A17-4 and Board of Supervisors Policy 3.2, the Commission shall conduct all meetings at the County Government Center unless it is unavailable or infeasible to do so or the Board of Supervisors approves a change in the meeting location, in which case the meetings shall be held at another County facility with ease of public access.
- b. Special meetings of the Commission may be called by order of the Chairperson or by order of a majority of the Commission and must be noticed in compliance with the Brown Act and County Open Government Ordinance. A majority is defined as a majority of the entire Commission membership seats, not just those members

present or those seats that are filled. To call a special meeting, sufficient notice must be provided to the Clerk of the Board to meet the noticing requirements.

7. QUORUM AND VOTING

- a. A quorum is required to initiate the transaction of business at any meeting of the Commission. In compliance with Charter Section 506, a quorum is a majority (8) of the entire Commission membership seats, whether filled or vacant (15). A member who abstains from an item is counted to determine whether a quorum exists. However, a member who is disqualified from participating and recuses from an item due to a conflict of interest is not counted toward the quorum for that item.
- b. A motion passes only when a majority (8) of the membership seats (not just those members present or those seats that are filled) votes in support of the motion.

No Commissioner shall be permitted to vote upon an item unless present (in-person or by teleconference if properly noticed and implemented). Voting by proxy shall not be permitted.

In compliance with Government Code section 54953(c)(2) of the Ralph M. Brown Act, the Commission shall publicly report any action taken and the vote, abstention, or recusal on that action of each member present for the action. Items cannot be approved on consensus.

8. COMMISSION AGENDA

- a. The Chairperson in coordination with the Executive Committee shall prepare the Agenda for the Commission. In the absence of a quorum of the Executive Committee, the Chairperson of the Commission or the Vice-Chairperson in the Chairperson's absence will prepare the Agenda for the Commission.
- b. Items to be placed on the Agenda of any regular Commission meeting shall be on file with the Clerk of the Board nine (9) days before the scheduled meeting.
- c. Any member of the Commission may recommend items to be placed on the Agenda.

9. PROCEDURE

Except as provided in these bylaws or to comply with the Ralph M. Brown Act, meetings or hearings of the Commission shall be conducted in accordance with Robert's Rules of Order, latest edition.

In compliance with Government Code section 54953(c)(2) of the Ralph M. Brown Act, the Commission shall publicly report any action taken and the vote or abstention, as well

as recusal, on that action of each member present for the action. Items cannot be approved on consensus.

10. COMMITTEES

The Commission may establish standing and ad hoc committees, as prescribed in these bylaws and the County of Santa Clara Boards and Commissions Handbook, to assist in furthering the purposes of the Commission.

Any committee will have the duties provided by its mandate, but will not have the power to exercise the authority of the Commission or to bind the Commission. Committees report their recommendations to the full Commission for consideration.

Committee meetings shall be held at a location within Santa Clara County that allows for the Committee meeting to be held in compliance with the Brown Act and County policies.

In creating any committee, the Commission will:

1. Define the purpose and scope of the committee's charge;
2. Identify if the committee will have an ongoing role in a particular subject area/issue or if the committee is being created for a limited duration to address a single issue/purpose;
3. Only set a meeting schedule if the committee is to be subject to the Brown Act;
4. Define the membership of the committee;
5. Document the creation of the committee in the Commission's minutes;
6. If the committee is subject to the Brown Act, immediately notify the Clerk of the Board's Records Unit; and
7. If the committee is to be a standing committee, update the bylaws for approval by the Board of Supervisors.

a. Creation of Standing Committees

A standing committee has a continuing subject matter it oversees or a meeting schedule fixed by formal action.

A standing committee may be created following majority approval of the Commission and designation in the Commission's bylaws, approved by the Board of Supervisors. A majority is defined as a majority of the entire Commission membership seats, not just those members present or those seats that are filled.

Except as otherwise specified in these Bylaws, the Commission members of these committees shall be appointed by the HRC Chairperson. Insofar as possible, committee membership shall represent two (2) or more Supervisorial districts and, in all cases, shall be composed of no more than seven (7) Commissioners (including the ex officio HRC Chairperson). Committees shall have a minimum membership of three (3) Commissioners.

b. Standing Committees of the Commission

Below is the list of standing committees of the Commission.

1. Executive Committee

- i. Membership of the Executive Committee shall consist of five (5) Commissioners, namely the Chairperson, Vice-Chairperson, Treasurer, and the Chairpersons of the other two standing committees. If any chairperson of a standing committee is also an officer, the HRC Chairperson shall appoint an at-large member to the Executive Committee to constitute an Executive Committee of five members.
- ii. The purpose of the Executive Committee is to provide leadership to the Commission.
- iii. The Executive Committee will oversee governance and Commission operations.
- iv. The Executive Committee will set the agenda for Commission meetings.

2. Social Equity Committee

- i. Builds community and supports the investigation of community concern regarding interpersonal and inter-group bias, prejudice, discrimination, and conflict.

3. Justice Review Committee

- i. Reviews and makes recommendations regarding human rights concerns involving relations between law enforcement or Department of Correction and Santa Clara County community members or inmates.

c. Committee Meetings and Agendas

All standing committees are subject to the Brown Act and must be properly noticed, open to the public, and have a quorum of the committee membership present to transact business.

The members of each standing committee are required to prepare an agenda for each meeting and ensure the agenda is properly posted through the Clerk of the Board's Office. Minutes (in summary form) of each committee meeting shall be prepared and shall include a record of attendance of the members and the vote

taken on each matter. Copies of the minutes shall be submitted as part of the agenda packet to the next meeting of the committee for approval.

d. Responsibilities of Standing Committees Chairpersons

The Chairpersons of each standing committee shall be responsible for the following activities:

- i. Submit agendas for all committee meetings to the Clerk of the Board of Supervisors seven (7) days before the scheduled meeting.
- ii. Either orally or in writing, report on the committee's activities for the Executive Committee and regular HRC Commission meetings.
- iii. Ensure that the committee prepares an annual work plan for the next fiscal year by the February Executive Committee meeting and an annual report of the current year by the April Executive Committee meeting.
- iv. Participate as a member of the Executive Committee.
- v. Prepare minutes (in summary form) of each committee meeting and submit as part of the agenda packet to the next meeting of the committee for approval.

e. Creation of Ad Hoc Committees and/or Special Advisory Task Forces

The Commission may, by majority (8) vote, form Ad Hoc Committees or Special Advisory Task Forces (collectively referred to as ad hoc committees) to carry out a specific task for a limited duration. Any member of an ad hoc committee who is not a Commissioner shall be appointed by the Commission and shall serve until discharged by the Commission.

If an Ad Hoc Committee includes one or more members who are not a Commissioner, or its meeting schedule is fixed by formal action, the meetings are subject to the requirements of the Brown Act. For ad hoc committees subject to the Brown Act, meetings must be properly noticed, open to the public, and have a quorum of the committee membership present to transact business. Each ad hoc committee that is subject to the Brown Act is required to prepare an agenda for each meeting and ensure the agenda is properly posted through the Clerk of the Board's Office. Minutes (in summary form) of each committee meeting shall be prepared and shall include a record of attendance of the members and the vote taken on each matter. Copies of the minutes shall be submitted to the next meeting of the committee for approval.

If an Ad Hoc Committee consists exclusively of Commissioners and does not comprise a quorum, and it does not have a meeting schedule fixed by formal action, the meetings are not subject to the requirements of the Brown Act.

f. **Disbanding Ad Hoc Committees**

The Commission shall agendize the disbanding of an ad hoc committee when the committee's specific task is completed. The disbanding of the ad hoc committee shall be noted in the Commission's meeting minutes.

11. PUBLIC FORUMS

With proper notice, the Commission can schedule a public forum at a time and place designated by the Commission to investigate or gather relevant information on an issue within its subject matter jurisdiction. The Commission shall follow the parliamentary procedures described in Section 9 of these Bylaws. Notice of such forums shall be given by e-mail or U. S. Mail to the principal participants within a reasonable time in advance of such forum but, in any event, such notice shall be given in accordance with the Brown Act.

12. ANNUAL WORK PLAN

The Commission is required to provide an update to the Board of Supervisors about its activities through an Annual Work Plan. The Annual Work Plan includes a list of prior year accomplishments. Work Plans are updated each Fiscal Year in accordance with a template and instructions provided by the Clerk of the Board. The Commission shall complete and approve the Work Plan at a regular Commission meeting no later than the date set by the Clerk of the Board's office. The Office of the Clerk of the Board will transmit the Work Plans to the appropriate Board Committee for review in May of each year and to the Board of Supervisors for approval in June.

13. CONFLICT OF INTERESTS

Commission members shall comply with all applicable federal, state, and local conflict of interest laws and regulations, including, without limitation, California Government Code section 1090 et. seq., the California Political Reform Act (California Government Code section 87100 et. seq.) and the regulations of the Fair Political Practices Commission (2 California Code of Regulations section 18700 et. seq.).

Generally, if a Commissioner is disqualified from participating in a decision because of a conflict of interest, the Commissioner must (1) publicly recuse and announce the source of the conflict of interest, (2) leave the room during any discussion or deliberations on the matter in question, and (3) not participate in the decision or be counted for purposes of a quorum.

14. AB 1234 ETHICS TRAINING

Each Commissioner must receive training in public service ethics laws and principles within twelve months of assuming membership on the Commission and every two years thereafter. If a Commissioner has already received the training prior to assuming

membership, the Commissioner may submit proof of the last training completion. The signed certification of completion must be sent to the Clerk of the Board as soon as practicable upon completion of the training.

15. AB 1661 SEXUAL HARASSMENT PREVENTION TRAINING

Each Commissioner must receive training regarding the federal and state statutory provisions concerning the prohibition against, and the prevention and correction of, sexual harassment and the remedies available to victims of sexual harassment in employment within six months of assuming office on the Commission and every two years thereafter. If a Commissioner has already received the training prior to assuming membership, the Commissioner may submit proof of the last training completion. The certification of completion must be sent to the Clerk of the Board as soon as practicable upon completion of the training.

16. AMENDMENTS TO BYLAWS

- a. A proposed amendment to these Bylaws may be considered at any meeting of the Commission, provided written notice has been given to each Commissioner and the public in accordance with the Brown Act.
- b. Upon a majority vote (8) of the entire membership, the Commission may recommend amendment of these bylaws, subject to approval as to form and legality by County Counsel, and approval by the Board of Supervisors.

Approved as to form and legality:


MARY E. HANNA-WEIR
Deputy County Counsel

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