

Cal Cities African American Caucus Bylaws

ARTICLE I: Name, Office, Mission, Purpose, and Goals

Section 1.1: Name, Office, and Fiscal Year

This caucus, established in 1998, shall be known as the African American Caucus (AAC), a member group within the League of California Cities (Cal Cities). The AAC's office shall be located at Cal Cities, 1400 K Street, Suite 400, Sacramento, CA 95814. The fiscal year of the AAC shall begin on January 1 and end on December 31 of each year.

Section 1.2: Mission

The mission of the AAC is to represent the interests of African American city officials and the greater African American community within Cal Cities and related state and national organizations. This mission is achieved through:

- Identifying issues of concern to the African American community.
- Advocating for those issues via legislative action, educational seminars, and involvement in Cal Cities initiatives.

Section 1.3: Purpose and Goals

The AAC aims to foster legislation and policy that supports African American communities. This includes:

- Networking with members of the California State Legislature and the U.S. Congress to identify critical legislative initiatives.
- Building relationships with state and national organizations (e.g., National Black Caucus of Local Elected Officials, NAACP, Urban League, Cal Cities Caucuses, Black Women Collective, etc.).
- Reviewing and recommending positions on state and national legislation aligned with the AAC's mission.
- Developing educational programs on relevant topics.
- Recruiting new members through networking and educational events.
- Securing corporate sponsorships, fundraising, and developing long-term financial stability.
- Advancing participation in Cal Cities decision-making through roles on the Cal Cities Board of Directors, Policy Committees, Departments, and Regional Divisions.

Section 1.4: Structure of the Caucus

The AAC is governed by a Board of Directors as outlined in Article III. The Board may consist of any regional representatives from the Cal Cities Regional Divisions.

ARTICLE II: Membership and Supporters

Section 2.1: Voting Members

Voting members must be elected or appointed city officials representing a member city of Cal Cities.

Section 2.2: Individual Supporters

Former elected or appointed officials, as well as current or former employees of a member city, may become individual supporters. Individual Supporters are not eligible to vote or hold leadership positions but may serve as mentors and participate in AAC

activities. Individual Supporters pay the same dues as voting members.

Section 2.3: Sponsors

Any individual or group supporting the goals of the AAC may participate in public activities of the caucus. Sponsors are not eligible to vote or serve on the Board of Directors.

ARTICLE III: Officers and Board of Directors

Section 3.1: Officers

The executive officers of the AAC include the President, 1st Vice President, 2nd Vice President, Secretary, and Treasurer. The President and Vice President may alternate between Northern and Southern California for two-year terms.

Section 3.2: Board of Directors

The Board of Directors consists of the executive officers, and up to six Members-at-Large. The Board will have an odd number of voting members, each serving a minimum two-year term.

The Immediate Past President and General Counsel may participate on the Board of Directors as non-voting members.

Section 3.3: Qualifications for Officers

Officers must meet all qualifications as outlined in Section 3.4. In addition, officers must have been in office for at least one year.

Section 3.4: Qualifications for Board of Directors and Committee Members

The following criteria should be considered, at minimum, for selection of caucus officers, board members and committee members.

- Current membership in the caucus
- A demonstrated active interest and history of participation in the caucus and Cal Cities program activities
- The opportunity to expand involvement in Cal Cities activities
- A willingness and ability to make the time and financial commitment necessary to adequately discharge the duties of the office in question
- City size, location and type (i.e., general law, charter city) so as to ensure all cities' perspectives are represented in the caucus activities

Section 3.5: Duties and Responsibilities

Board of Directors

Executive Officers and Members-at-Large will:

Participate in the planning of events and programs.

- Attend and participate in two of the four annual calendar events:
 - Board Retreat
 - City Leaders Summit
 - Midyear Board Retreat
 - Annual Conference
- Raise or donate a minimum of \$500 annually to support caucus activities.

Board members are expected to regularly attend board meetings. Absence at three consecutive board meetings may be cause for removal.

President

The President will:

- Preside over all meetings,
- Serve as chairperson of the Executive Committee,
- Provide an annual report to the membership at the business meeting during the Cal Cities Annual Conference.
- Approve all expenses.
- Act as point of contact for Cal Cities for questions regarding any contracts for services related to the caucus.
- Make appointments to Cal Cities committees, including policy committees.
- Serve, or appoint another Board member to serve, as the caucus representative on the Cal Cities Board of Directors.
- Appoint the Nominating Committee, including the Chair.
- Submit work programs and other reports as required to Cal Cities.

First Vice President

The First Vice President will serve in the President's absence.

Second Vice President

The Second Vice President will:

- Serve in the President's and First Vice President's absence.
- Lead membership development and outreach activities, including being main contact regarding membership questions.

Secretary

The Secretary will:

- Record and maintain records for board meetings.
- Maintain records of committee meetings.

Treasurer

The Treasurer will:

- Develop the annual budget in conjunction with the Executive Committee.
- Receive and report on finances at each Board Meeting.
- Approve expenses in the absence of the President.
- Act as the liaison with Cal Cities for any financial questions, clarifications, or discrepancies.
- Submit financial reports as required to Cal Cities.

Immediate Past President

The Immediate Past President serves as a non-voting member of the board of directors.

General Counsel

The General Counsel, who serves as a non-voting member of the board of directors, advises the Board of Directors on parliamentary and other legal matters. The General Counsel may be a voting member or individual supporter of the caucus.

Section 3.6: Nominations Process

In the spring of each year, the Chair of the Nominating Committee must announce the opening of the nomination process for the caucus board of directors. The opening of nominations and the membership of the Nominating Committee must be communicated to the membership through appropriate means.

Any person interested in being nominated or in making a recommendation on a nomination should submit the information to the chairperson of the Nominating Committee along with available background information. In addition, the Nominating Committee has the responsibility to seek out nominees who are especially qualified to lead the caucus.

The Nominating Committee's report must be made available to the general membership of the caucus at its meeting at the Cal Cities Annual Conference. Following the report from the nominating committee, additional nominations from the floor will be entertained.

Section 3.7: Elections

The President presides over the election of officers at the Annual Business Meeting during the Cal Cities Annual Conference and Expo using the voting procedures outlined in Article IV.

Section 3.8: Standing Committees

The standing committees of the caucus are the Executive Committee and the Nominating Committee. All other committees are Ad-Hoc committees.

Executive Committee

- *Membership.* The Executive Committee is comprised of the caucus President, First Vice President, Second Vice President, Secretary, Treasurer, and General Counsel.
- *Term of Office.* The term of the Executive Committee coincides with the terms of the officers comprising the Executive Committee
- *Duties and Responsibilities.*
 - To provide a forum for communication among members, any related professional organizations, and Cal Cities.
 - To initiate, supervise and review all projects, programs or internal business affairs of the caucus referred by the membership of its officers, Cal Cities, or related professional organizations.

Nominating Committee

- *Membership.* The President, who must also designate the chair, must appoint the Nominating Committee. The Nominating Committee is comprised of five members. In appointing the Nominating Committee's members, the President should consider the factors contained in the bylaws to assure the greatest possible representation of perspectives.
- *Term of Office.* Appointments must be made annually, no later than the July Board Meeting and prior to the Cal Cities Annual Conference.
- *Duties and Responsibilities.* The Committee must meet at least once prior to the business session at the Annual Conference. Its responsibilities are to compile a list of proposed nominees, one for each of the following offices: President, Vice President, Treasurer, Secretary/Parliamentarian, and Board Members.

Section 3.9: Ad Hoc Committees

Upon direction of the President or majority of the caucus membership or Executive Committee, Ad-Hoc committees may be established to analyze a special issue pertinent to the organization's membership and/or to provide a forum for the collection and dissemination of information on a subject not pertinent to the responsibilities of any other committee.

The President determines membership selection and their numbers. The term of office of Ad-Hoc committees automatically terminates 30 days after the close of the Cal Cities' Annual Conference held subsequent to the committee's appointment, unless the incoming President extends the term.

Section 3.10: Vacancies

Vacancies in the offices of President, First Vice President, Second Vice President, and Secretary shall be filled by succession. All other vacancies on the Board of Directors will be filled by appointment of the Executive Committee.

Vacancies on committees may be filled by the President.

ARTICLE IV: Voting

Section 4.1: Voting

Voting within the AAC will typically be by voice vote or electronically. In the case of a voice vote where the outcome cannot be determined, voting shall take place by a show of hands. A roll call vote may be requested by three or more members entitled to vote.

A majority of votes cast is required for a decision. If a quorum of the eligible voters is not present, the vote shall be advisory to the Executive Committee.

ARTICLE V: Meetings

Section 5.1: Board of Directors

The Board will strive to have monthly meetings with the time and dates selected at the January meeting of each year. The Board must meet at least six times annually, in preparation for and in conjunction with the Cal Cities Annual Conference and Expo, and the City Leaders Summit.

Section 5.2: Annual Business Meeting

The AAC's annual business meeting will be held during the Cal Cities Annual Conference and Expo.

Section 5.3: Special Meetings

Special meetings of the Board or membership may be called by majority vote of the board with at least three days' notice, including date, time, place, and purpose.

Section 5.4: Rules of Order

Subject to the provisions in the Cal Cities bylaws and the caucus bylaws, Robert's Rules of Order apply at all caucus meetings.

Section 5.5: Adoption, Amendment and Availability of Bylaws

These bylaws become effective and operative when approved at the AAC meeting being held at the Cal Cities Annual Conference and Expo. The vote shall comply with the procedures outlined in Article IV.

These bylaws may be amended at either the Annual Business Meeting during the Cal Cities Annual Conference or another statewide Cal Cities meeting of City Officials. Bylaw amendments require a vote as outlined in Article IV. Proposed amendment(s) must have first been prepared in writing, together with a statement of support therefore, and submitted to the Executive Committee so as to permit its review and consideration. The proposed amendment(s) and any written comments from the Executive Committee in the form of a support or opposition must then be posted to the AAC or Cal Cities website at least 60 days prior to the meeting at which time they will be considered for review and study. Such amendments or any approved modification thereof will take effect immediately after voted approval of the membership.

The President is responsible for making these bylaws available to any member requesting a copy.

Section 5.6: Conflict of Bylaws and Severability

If any provision, clause, sentence, paragraph or parts of these bylaws are declared to be contradictory or any way in conflict with the Cal Cities bylaws or policies, that portion becomes inapplicable and the Cal Cities bylaws or policies prevail.

ARTICLE VI: Cal Cities Coordination

Section 6.1: Staff

The AAC may utilize a contract consultant or request support from Cal Cities for activities and events related to its mission. The amount of support will be determined by the Cal Cities board based on the AAC's planned activities. If a contract consultant is used, the AAC will coordinate with designated Cal Cities staff to ensure all actions are in compliance with Cal Cities policies.

Section 6.2: Annual Conference and other Cal Cities Events

Cal Cities will provide logistical support for AAC activities during major conferences, though the AAC is responsible for planning and event costs.

Section 6.3: Leadership Meeting

AAC leadership will meet with the Cal Cities Executive Director, or their designee, annually to discuss the Caucus's advocacy efforts and receive feedback.

Section 6.4: Reporting

The AAC will submit all required reports to Cal Cities, and will outline its planned policies, activities, proposed budget, and plans for the upcoming year.

Section 6.5: Use of Cal Cities Name

The AAC may use the Cal Cities name only for activities described in these bylaws or a written work plan, in compliance with Cal Cities' Board policy.

ARTICLE VII: Dues and Finance

Section 7.1: Dues

Members must pay annual dues, which will be approved by the membership at the Annual Meeting. Unpaid dues make a member ineligible for participation. Dues are a flat rate and are not pro-rated throughout the year. No dues are refunded upon termination of membership. A failure to pay any duly approved dues in a timely fashion makes an individual ineligible for membership.

Section 7.2: Other Revenue Raising Activities

The caucus may engage in other activities which are approved or authorized by the membership and are consistent with Cal Cities Bylaws and policies approved by the Cal Cities Board of Directors, including but not limited to production of publications, seminars, or virtual meetings of interest to the caucus membership. The organization may charge reasonable fees in connection with such activities; any amounts that exceed the costs of production related to these activities must be placed in the caucus treasury.

Section 7.3: Treasury

All funds received by the caucus must be deposited with Cal Cities. Funds may be disbursed only upon approval of the President and Treasurer.

Section 7.4: Expenditures

All expenditures shall be approved by the President and the Treasurer. Expenditures shall be emailed to the President, Treasurer, and designated Cal Cities staff. Once approved by the President and Treasurer, Cal Cities will process payment as appropriate from funds in the caucus treasury.

ARTICLE VIII: Miscellaneous

Section 8.1: Adoption of Bylaws

These bylaws were adopted by the AAC membership at the 2025 Cal Cities Annual Conference and Expo and signed by the President of the caucus.

About the Caucus:

Founded in 1998, the African American Caucus is dedicated to advocating for policy and legislation that supports African American communities and promotes diversity in Cal Cities and the State Legislature. The Caucus works to ensure that African American voices are represented in decision-making processes, including through membership in Cal Cities' Board of Directors, Policy Committees, and other key forums.