

**ALAMEDA COUNTY
VETERANS AFFAIRS COMMISSION
BYLAWS**

**ARTICLE 1
Name of the Commission**

The name of the commission shall be “Alameda County Veterans Affairs Commission,” hereafter referred to as the ACVAC.

**ARTICLE 2
Offices of this Commission**

The office for the ACVAC is located at the Alameda County Social Services Agency, Department of Adult & Aging Services located at 6955 Foothill Boulevard, Suite 300, Oakland, California 94605-2405.

**ARTICLE 3
Purpose and Responsibilities**

Section 1. General Purpose

The ACVAC is appointed by the County of Alameda Board of Supervisors to advise and assist the Board of Supervisors on matters relating to veterans and their families as may pertain to meeting their basic needs for veteran’s benefits, food, shelter, transportation, and employment.

Section 2. Specific Duties

In order to achieve its general purpose, the ACVAC shall among other things:

- a. Assist in all veterans’ observance days during the year;
- b. Promote, develop, and identify the needs of the veterans and their families;
- c. Submit recommendations to the Board of Supervisors regarding programs, plans, goals, policy, and procedures dealing with veteran services;
- d. Review annually the status of veterans’ benefits;
- e. Study, investigate, and research veterans’ matters in the County of Alameda so that services to veterans can be coordinated and maximized.

**ARTICLE 4
ACVAC Membership**

Section 1. Appointments

Appointments to the ACVAC shall be made by the Board of Supervisors from recommendations made by the District Commanders of the respective chartered veteran’s organizations named in Section 2, except in the cases of the five (5) veterans identified as representing Board of

Supervisors District 1, District 2, District 3, District 4, and District 5. Those appointments shall be chosen and made by the Board of Supervisors. In addition, the Board of Supervisors shall appoint two Commissioners, based upon the recommendations by the ACVAC, that meet the following criteria:

Two (2) Member-at-Large veteran positions who are not affiliated with a chartered veterans' organization, and one (1) non-voting, non-veteran Member-at-Large position representing widows and dependents of veterans.

Section 2. Number and Composition

- (a) American Legion (2);
- (b) Veterans of Foreign Wars (2);
- (c) Vietnam Veterans of America (2);
- (d) Disabled American Veterans (2);
- (e) American Veterans of Wars, AMVETS (1);
- (f) Women Veterans (Member-at-Large) (2);
- (g) Marine Corps League (1);
- (h) Iraq/Afghanistan Veterans of America (1)
- (i) Military Officers Association of America (MOAA) (1).
- (j) District 1 (Member-at-Large) (1);
- (k) District 2 (Member-at-Large) (1);
- (l) District 3 (Member-at-Large) (1);
- (m) District 4 (Member-at-Large) (1);
- (n) District 5 (Member-at-Large) (1);
- (o) Two (2) additional Member-at-Large positions of veterans who are not otherwise affiliated with a chartered veteran's organization;
- (p) One (1) additional non-voting, non-veteran Member-at-Large position representing widows and dependents of dependents of veterans may be appointed in advisory capacity only;

Section 3. Qualifications and Commissioners

The members of the ACVAC shall be residents of the County of Alameda. Members recommended by the ACVAC shall be veterans:

- (a) Who were honorably discharged from a military service branch i.e., Army, Marine Corps, Navy, Air Force, Coast Guard, and Space Force;
- (b) Be a registered voter of the County of Alameda;
- (c) Be in good standing with a chartered veterans' organization within the County of Alameda;
- (d) Be supported by the commanders of the various veterans' organization within the County of Alameda.

All qualifying requirements must be verified by the veterans' organization they represent and by the ACVAC Membership Committee. Member-at-Large positions do not require affiliation with any veterans' organization but must also be a registered voter in the County of Alameda. The

veteran also must have been honorably discharged from a military service per § 3(a) above and must provide proof of honorable discharge to the ACVAC Chairperson.

Section 4. Term of Office and Resignations

All Commissioners shall serve for three (3) year terms at the pleasure of the Board of Supervisors with a maximum of twelve (12) successive years or until the Board of Supervisors has appointed their successor but not more than six (6) months from the expiration of their term. Any vacancy on the Commission shall be filled by the Board of Supervisors in the same manner as the original appointment:

- (a) County of Alameda Boards, Commissions and Committees Application;
- (b) Resume’;
- (c) “Statement of Support” recommendations by the District

Any person appointed to fill a vacancy shall serve for the unexpired term of the member they succeed.

- a. No Commissioner shall be reappointed to the ACVAC until three (3) years after the termination of his or her twelfth (12th) successive year.
- b. Any Commissioner may resign by giving formal written notice i.e., “Letter of Resignation.” All resignations shall be made in writing and addressed to the ACVAC Chairperson. The “Letter of Resignation” will include the effective date of the Commissioner’s resignation and the position from which he or she is resigning.

Section 5. Authorized Absence

The ACVAC Executive Committee shall allow a leave of absence for a Commissioner not to exceed a period of six (6) months with proper documentation. Any approved leave shall not toll or exhaust the time on the Commissioner’s three (3) year appointment term.

Section 6. Removal of Commissioners

A Commissioner may be terminated by resignation, death, incapacity, or removal. The Executive Committee may remove a Commissioner for failure to regularly attend scheduled meetings or for conduct detrimental to the interests of the ACVAC.

- a. Failure to attend meetings: A Commissioner may be terminated for failure to attend three (3) or more regular meetings in a calendar year. The Chairperson of the ACVAC shall have the authority to excuse not more than two (2) absences per ACVAC member per year upon finding extraordinary circumstances.
- b. Conduct detrimental to the interests of the ACVAC:
 - (1) No Commissioner shall utilize ACVAC stationary to communicate with the public, governmental, or private entities without the expressed approval of the full ACVAC and the Board of Supervisors.
 - (2) No Commissioner shall make verbal or written statements as a committee member or commissioner that leads anyone to believe that are speaking on

- behalf of the ACVAC without the expressed approval of the ACVAC at an authorized meeting and duly recorded in the minutes of that meeting.
- (3) No commissioner of the ACVAC or any of its committees shall solicit funds on behalf of the ACVAC without the approval of the Board of Supervisors.
 - (4) No commissioner of the ACVAC and any of its committees shall, in the performance of their duties as Commissioner, participate in or intervene in (including but not limited to publishing or distributing statements) any political campaign on behalf of any candidate for political office.

Section 7. Procedure for Removal

The Executive Committee may remove a Commissioner based on the criteria defined above. To remove a Commissioner, the Executive Committee shall follow the procedures outlined below.

- a. The Commissioner-in-question shall be given notice not less than fourteen (14) calendar days prior to the meeting at which the Executive Committee will vote on their removal.
This notice shall be:
 - (1) In writing, detailing the time and place of the meeting where such action will be taken; and
 - (2) Mailed to the Commissioner-in-question with a return receipt requested.
- b. The Commissioner-in-question shall be given reasonable opportunity to speak before the Executive Committee; however, failure to appear before the Executive Committee shall not be an impediment or barrier to the removal action.
- c. A Commissioner may be removed by a majority vote of the Executive Committee members present, provided that a quorum is present, and that the quorum includes the Chairperson or Vice-Chairperson. If the Commissioner-in-question is not present; the Chairperson shall inform the Commissioner in writing of the Executive Committee's decision within five (5) calendar days of this meeting.
- d. A Commissioner who is removed by the Executive Committee may ask the full Commission to review their removal. To do so, the Commissioner-in-question must, within ten (10) calendar days of the decision, make a written request that the full Commission reviews their removal at its next regularly scheduled meeting. The commissioner shall be given a reasonable opportunity to speak. Unless a majority a quorum of the ACVAC (not counting the Commissioner who's continued membership is at issue) ratifies the decision of the Executive Committee, the Commissioner-in-question may complete their as a Commissioner. If the Commissioner-in-question is not present, the Chairperson shall inform the Commissioner in writing of the ACVAC's decision within five (5) calendar days of the Commission's meeting.

If the ACVAC ratifies removal of a Commissioner, the Commissioner-in-question may ask the Board of Supervisors to review the Commission's decision. To do so, the Commissioner must

within ten (10) calendar days of the decision, make a written request that the Board of Supervisors review their removal at the next regular meeting of the Board of Supervisors. Unless the Board of Supervisors ratifies the Commission's decision by a majority vote, the Commissioner may complete their term as a Commissioner.

ARTICLE 5

Meetings

Section 1. Quorum

Unless a quorum is present, no business requiring a vote of the ACVAC or any of its committees may be transacted. A quorum shall be the number of Commission members equal to or greater than 50% of the appointed voting members of the Commission. For committee meetings, a quorum shall be the number of members equal to or greater than 50% of the appointed voting members of the committee.

Section 2. Regular and Annual Meetings

- a. Regular meetings of the ACVAC shall be held each month as designated by the ACVAC. Monthly meetings may be omitted, as long as the ACVAC meets a minimum of ten (10) times per year.
- b. The ACVAC and its committees shall comply with the rules established by the Ralph M. Brown Act (Government Code Section 59450) in conducting meetings and a copy shall be provided to all ACVAC Commissioners.
- c. Agendas for regular meetings, special meetings, and meetings of all ACVAC standing committees shall specify the time and place of the meeting and shall contain a brief description of each item of business to be transacted at the meeting, including items to be discussed in closed session. At least seventy-two (72) hours prior to a meeting, staff must mail, e-mail, text or fax copies of the agenda to the Commissioners, or committee members in the case of a committee meeting. Staff must also ensure that the Agenda is posted seventy-two (72) hours in a place easily accessible to the general public; mailed or emailed to anyone who has made a written request for such notice during the current calendar year.

Section 3. Special Meetings

The ACVAC Chairperson, the Vice-chairperson or any two (2) Commissioners may call special meetings of the ACVAC. Notice for a special meeting shall be made in the same manner as for regular meetings.

Section 4. Adjourned Meetings

Regular, special, and standing committee meetings may be adjourned in compliance with the Ralph M. Brown Act. All persons who were entitled to notice of the meeting shall receive notice

of the date, time, and place to which the meeting is adjourned, or of the next meeting at which items on the agenda of the adjourned meeting will be considered. A notice of adjournment shall be posted in the place where the meeting would have been held, and in a place accessible to the general public, stating the date, time, and place of the next meeting. In the case of a cancelled meeting, the notice should state whether the agenda items will be considered at the next committee meeting or at a regular meeting of the full ACVAC.

Section 5. Closed Sessions

Closed sessions shall be conducted in accordance with the Ralph M. Brown Act.

Section 6. Notice

Notice of the time and place of regular and special meetings shall be given to each Commissioner by First-Class or e-mail at least seven (7) days before the time set for the meeting. For emergency meetings, notice shall be given by one of the following methods: (a) personal delivery; (b) telephone call either directly by the Chairperson or by a person designated by the Chairperson; (c) electronic transmission at least seventy-two (72) hours before the emergency meeting.

**ARTICLE 6
Committees of the Commission**

Section 1. Executive Committee

- a. The Executive Committee shall consist of the Chairperson, Vice-Chairperson, and three (3) Commissioners appointed by the Chairperson, for a maximum of five (5) persons. Three (3) members of the Executive Committee shall constitute a quorum.
- b. The Executive Committee shall meet at least once a month and on an emergency basis, when notified by the Chairperson. Monthly meetings may be omitted, as long as the Executive Committee meets a minimum of ten (10) times a year.
- c. The Executive Committee shall have the power to act on behalf of the ACVAC at any time, provided that the Executive Committee quorum includes either the Commission Chairperson or the Vice-Chairperson and meets the three (3) member quorum requirement. Any action taken by the Executive Committee on behalf of the ACVAC must be ratified by the ACVAC at its next regularly scheduled meeting.
- d. The Executive Committee shall recommend when an Ad-Hoc or Standing committee should be established by the ACVAC.
- e. The Executive Committee shall determine whether a ACVAC Commissioner must be removed by following the "Procedure for Removal" as stated in Article 4, Section 7.

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Section 2. Standing Committees

- a. The standing committees of the ACVAC shall be the Executive Committee, the Membership Committee, the Community Outreach Committee, and the Budget Committee. The ACVAC may create additional standing committees by majority vote, each consisting of at least three (3) Commissioners. Additional standing committees shall be subject to the same rules and procedures as the standing committees created in these Bylaws. The standing committees shall make recommendations to the full ACVAC. The action of all committees is subject to the approval of the full ACVAC.
- b. The Chairperson shall make appointments to the committees.
- c. The Chairperson may appoint one or more committee members as alternate members of any such committee, to replace any absent member of a committee at any meeting.

Section 3. Ad-Hoc Committees

- a. Throughout the year, there are events or actions that are required by the Commission that require the creation of an ad-hoc committee. These ad-hoc committees do not continue throughout the year but are necessary for a period of time. The recurring ad-hoc committees of the Commission include: the Nomination Committee, the Bylaws Committee, and the Veterans' Observance Days Committee.
- b. The Commission may create additional ad-hoc committees by majority vote, each consisting of at least three (3) Commissioners. Additional ad-hoc committees shall be subject to the same rules and procedures as all committees created in these bylaws. The ad-hoc committees shall make recommendations to the full ACVAC. The action of all ad-hoc committees is subject to the approval of the full ACVAC.
 - (1) Nomination Committee: This ad-hoc committee shall be appointed annually by the Chairperson in September to propose nominations for the Chairperson and Vice-Chairperson election in November. The committee shall consist of three (3) Commissioners. The committee shall report to the ACVAC no later than the meeting in October with their nominations for the upcoming Officer election in November. The committee shall be responsible for conducting the election process at the November ACVAC meeting. The Nomination Committee shall swear in the newly elected Officers at the January ACVAC meeting.
 - (2) Bylaws Committee: This committee shall be responsible for the maintenance of the Commission's bylaws and for reviewing the existing bylaws' rules and principles that define the ACVAC's governing structure and function as well as the roles and responsibilities of its officers and members. The committee shall consist of three (3) Commissioners. The Bylaws Committee shall be created when updates and changes are needed or required, when there are

known changes in the law that might affect the ACVAC, when provisions need to be modified or revised, or every three (3) to five (5) years. This committee shall recommend revisions for inclusion or reference in the bylaws. The committee circulates the bylaws final version to each Commissioner in advance of the ACVAC meeting where the bylaws changes will be ratified and adopted.

- (3) Veterans' Observance Days Committee: This ad-hoc committee shall be created ninety (90) days prior to the veterans' observance day and dismantled thirty (30) days after the veterans' observance day has occurred. This committee shall assist in veterans' observance days during the year. The committee shall consist of three (3) Commissioners appointed by the Chairperson of the ACVAC. The committee will help in the planning and coordination of the Veteran's observances. Each Veteran's Observance Day committee shall provide an event report to the ACVAC at the next regularly scheduled meeting. The action of all ad-hoc Veterans' Observance Day committees is subject to the approval of the full ACVAC.
- c. The ACVAC Chairperson shall make appointments to the committees.
 - d. The ACVAC Chairperson may appoint one or more committee members as alternate members of any such committee, to replace any absent member of a committee at any meeting.

ARTICLE 7

Officers and Responsibilities

Section 1. Officers

The officers of the ACVAC shall consist of the Chairperson and Vice Chairperson.

Section 2. Election and Term of Officers

- a. The two (2) officers of the ACVAC shall be elected at the annual regular meeting held during the month of November. Each Commissioner (except the one non-voting member) shall cast one vote by ballot. Each Commissioner voting must be present at the November meeting. No Commissioner may vote by proxy. The candidate or nominee receiving the highest number of votes in each of the two (2) positions shall be elected as that officer for the next calendar year.
- b. No Commissioner shall be elected as an officer of the ACVAC without serving a one (1) full year as a Commissioner.
- c. No Commissioner shall serve in the capacity of Chairperson or Vice-Chairperson of the ACVAC for more than two (2) consecutive years.

Section 3. Chairperson

- a. The Chairperson shall preside at all meetings of the ACVAC.
- b. The Chairperson shall determine whether there are extraordinary circumstances to warrant an excused absent of a ACVAC member.
- c. The Chairperson shall appoint a Nomination Committee in the month of September.
- d. The Chairperson shall exercise and perform such other power and duties as the ACVAC may assign.
- e. The Chairperson or a designated representative shall give the ACVAC’s annual Board of Supervisor update.

Section 4. Vice Chairperson

- a. The Vice-Chairperson shall perform all duties of the Chairperson, during their absence.
- b. The Vice-Chairperson shall have all powers of and be subjected to all restrictions of the Chairperson, during their absence.
- c. The Vice-Chairperson shall have such other powers and perform such other duties as the ACVAC may assign.

**ARTICLE 8
Staffing**

The Social Services Agency shall provide, to the extent of funds are made available by the Board of Supervisors, staff, and supplies necessary to assist the ACVAC in the performance of its duties, including but not limited to the issuance of notices and agenda for all meetings and maintaining a book of the minutes for all meetings.

**ARTICLE 9
Maintenance of the Commission Records and Reports**

Section 1. The Commission shall keep:

- a. Written minutes of the proceedings of the ACVAC and its committees.
- b. A record of each Commissioner’s name, address, title, and ACVAC responsibility.

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Section 2. Commission Inspection Rights

Every ACVAC member may inspect the previous records, books, and documentation of the ACVAC. Reasonable notice must be given to the Social Services Agency staff to make the records, books, or documents available.

Section 3. Copies and Extracts

Any inspection under this section may be made in person and the right to inspection includes the right to copy and make extracts.

ARTICLE 10

Compensation and Reimbursement of Commissioners

Any request for compensation or reimbursement for expenses incurred for veteran's conferences and meetings (including food, lodging, air, car, or bus costs) or veteran's resource material must be approved prior to travel or purchase by the Social Services Agency and the Board of Supervisors. Any such authorization expenditure will be recorded as a line item in the Department of Adult and Aging's financial or annual budget.

ARTICLE 11

Conflict of Interest Policy

The ACVAC Chairperson shall ensure that each ACVAC member and each staff person who is either subject to the "Conflict of Interest" policy or is responsible for investigating possible conflicts of interest on the part of the ACVAC members or staff persons receive a copy of these By-laws.

- a. All ACVAC Officers, members and committee members must neither cast a vote on, nor participate in, any decision-making capacity on the provision of services by such member (or any organization which that member directly represents), nor on any matter which would provide any direct financial benefit to that member or a member of their immediate family. To participate in a decision-making capacity includes discussing an issue and influencing, or trying to influence, other ACVAC or committee members or staff to take a position for or against an issue.
- b. All ACVAC Officers, members and committee members will neither solicit nor accept gratuities, favors, or anything of monetary value from contractors, potential contractors, or parties in agreements or sub-agreements made with the ACVAC.
- c. All ACVAC Officers, members and committee members shall not be financially interested in any action made by them in their official capacity or in any action of the ACVAC. Each member shall comply with the Political Reform Act of 1974 (2021) – California Fair Political Practices Commission (FPPC) (a copy will be provided to all Commission members). No ACVAC member shall make, participate in making or in any way attempt to use their official position to influence a decision of the

Commission in which they know or has reason to know, they have a financial interest. A member of the ACVAC has a financial interest in a decision if it is reasonably foreseeable that the decision will have a material financial effect on the member or member's immediate family or in their business entity, real property, or source of income.

- d. Each Commissioner or committee member is required to disqualify themselves from participation in a decision which may have a foreseeable material financial impact on their financial interests.
- e. No Commissioner or committee member shall receive at any time any money that was donated to, raised by, or held in the name of the ACVAC.
- f. California Government Code Section 53235 requires all ACVAC Commissioners receive two (2) hours of ethics training within one (1) year of taking the "Oath of Office" and once every two (2) years thereafter.

ARTICLE 12
Rules of Order

The ACVAC shall adopt the most recent edition of Robert's Rules of Order as its parliamentary authority. Robert's Rules of Order shall apply to all questions of parliamentary procedure used at all ACVAC meetings.

ARTICLE 13
Amendments of Bylaws

Amendments of these Bylaws require a two-thirds vote of the ACVAC members at a meeting where a quorum is present. Approved amendments shall take effect once they are approved by the Board of Supervisor. Any amendments to the proposed amendments shall be handled according to the same procedures as the original amendments.

ARTICLE 14
Severability

If any part of these Bylaws is held to be null and void by any competent court of law, the remaining portion of the Bylaws shall not be affected.

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Approved as to form
Donna Ziegler, County Counsel

By: 

