

**Bylaws
of the
Veterans' Affairs Commission
City and County of San Francisco**

Amendment adopted: January 2024

Article I. Origin and Name

Section 1. Origin: The City Administrative Code formally establishes a Veterans' Affairs Commission of the City and County of San Francisco. (Source: City and County of San Francisco Administrative Code, Chapter 5, Article XI, Sec. 5.100, as added by Ordinance 449-82 and amendments.)

Section 2. Name: The organization is officially designated the Veterans' Affairs Commission of the City and County of San Francisco. Elsewhere in this document, said Commission is variously referred to as the "Veterans' Affairs Commission," the "VAC," or the "Commission." (Source: San Francisco Administrative Code, Sec. 5.100.)

Article II. Purpose, Powers, and Duties

Section 1. Purpose: The Veterans' Affairs Commission directly advises the Mayor and the Board of Supervisors on all matters affecting veterans of the Armed Forces of the United States of America; on the problems, interests, and needs of veterans and families who are residents of the City and County of San Francisco; and on the coordination of economic development, health care, and social services programs as they relate to veterans and their families who are residents of the City and County of San Francisco. (Source: San Francisco Administrative Code, Sec. 5.101.)

Section 2. Powers: The Commission shall have the power to:

- a. Hold meetings and submit recommendations to the Board of Supervisors and the Mayor regarding the problems, interests, and needs of veterans and their families.
- b. Make recommendations to the Board of Supervisors and the Mayor concerning the coordination of economic development, health care, and social service programs as they relate to veterans and their families who are residents of San Francisco. (Source: San Francisco Administrative Code, Sec. 5.104.)
- c. Provide resources to veterans and their family members who are residents of San Francisco. Resources are posted on the Commission's website.

Section 3. Duties: Annual Report. Annually, the Commission shall render a written report of its activities to the Board of Supervisors and the Mayor. (Source: San Francisco Administrative Code, Sec. 5.105.)

Article III. Membership

Section 1. Composition: The Commission shall consist of thirteen (13) members. Twelve (12) members shall have served in the Armed Forces of the United States of America, and one (1) member shall be a spouse, registered/certified domestic partner, or widow/widower of a veteran who served in the Armed Forces of the United States of America. All members are residents of the City and County of San Francisco.

Section 2. Source: The Board of Supervisors will appoint nine (9) of the members to hold seats 1 through 9, and the Mayor will appoint four (4), to hold seats 10 through 13. Members of the Commission shall have the following qualifications: a. Seat 1 must be a spouse, registered/certified domestic partner, or widow/widower of a veteran who served in the Armed Forces of the United States of America; b. Seats 2 and 10 must be women veterans; c. Seats 3 and 11 must be members who served in the Armed Forces of the United States of America and have a physical disability arising from that service, in accordance with the definitions applied in such cases by the Veterans' Administration. d. Seats 4-9 and 12-13 are not subject to the requirements set forth in subsections (a) through (c) above.

Section 3. Term: The term of each member of the Commission shall be four (4) years. (Source: San Francisco Administrative Code, Sec. 5.103.)

Section 4. Vacancies: In the event a vacancy occurs during the term of office of any member, either the Mayor or Board of Supervisors, as appropriate, appoints a successor for the unexpired term of office vacated to maintain the required representation. (Source: San Francisco Administrative Code, Sec. 5.103.)

Section 5. Compensation: Services of the members of the Commission are voluntary and members will serve without compensation. (Source: San Francisco Administrative Code, Sec. 5.103.)

Article IV. Code of Conduct

All members of Veterans Affairs Commission are expected to abide by this Code of Conduct.

By our conduct, we create an environment in which we adhere to and pledge to uphold the following values:

We acknowledge that the principal function of the Commission is to advocate for San Francisco veterans and their families. As representatives of the veterans community, and with awareness our actions may impact the community's perception of veterans as a whole, we commit to act with honesty and integrity.

We commit to promoting an inclusive and welcoming culture at public meetings and with each other.

We recognize being appointed to the Commission as a privilege to serve our fellow veterans and will never use title of commissioner to obtain special access or material items of any kind.

We practice civility by fostering a professional environment of courteous, respectful, and equitable treatment of our fellow commission members, county staff and the veteran community we serve, through our words and actions whether we agree or disagree.

We are committed to fostering an environment free from violence, discrimination, intimidation, or harassment of any kind.

We will respect and comply with all applicable laws, regulations, and County policies including the San Francisco City Attorney Good Government Guide, and the Ralph M. Brown Act.

Article V. Officers (Including Elections and Primary Duties)

Section 1. Chairperson/President: Commission members shall elect a Chairperson from its appointed members. (Source: San Francisco Administrative Code, Sec. 5.103(c).) In practice and over time, individuals have used the title “President” interchangeably with the original title “Chairperson.” Subsequently, any and all usage of the title “President” (of the Commission) is, for all intents and purposes, understood to refer to the authorized position of “Chairperson.”

Section 2. Vice President: The Commission leadership shall include an additional elected officer, namely, a Vice President.

Section 3. Power and Authority of Commission Officers: Commission officers have no authority greater than any other member, except insofar as these Bylaws state otherwise, or insofar as the Commission designates any officer or member specific authority to perform assigned tasks or duties.

Section 4. Election of Officers:

- a. The annual process of electing officers begins during the November meeting of the VAC, at which time the President calls for nominations for each of the two (2) elected offices (as an action item on the agenda).
- b. During this process, Commissioners may nominate any sitting Commissioner in good standing for any officer position (i.e., President, Vice President,) including through self-nomination. Per parliamentary nominating procedures, nominations require no “second”; however, all nominees must be present to state for the record if they accept the nomination and are prepared to fill the duties of the office, if elected.
- c. If a sitting Commissioner receives a nomination for more than one office, said Commissioner, before any votes are cast, shall publicly announce which position they accept for nomination. Individual Commissioners may not accept nominations or stand for election for more than one office simultaneously (in accordance with provisions of Section 6 of this Article).

d. The annual process of electing officers continues during the December meeting of the VAC, at which time the President administers a final call for nominations for each of the two (2) elected offices (as an action item on the agenda). New nominations are added to previous nominations.

e. The final practicable order of business at the December meeting of the VAC should be the election of officers.

Section 5. Public Ballot: The election will occur through roll call vote. The commission secretary will announce individual and collective results immediately after the vote and publish them in the meeting minutes. Each officer's term of service is one (1) year or, in the event of early termination, until the election of their successor. The term of office shall begin at the January general meeting.

Section 6. Consecutive Terms: Unless specifically authorized by a majority vote of the Commission, no Executive Board member (as defined in Article VI), shall hold more than one (1) Executive Board office at the same time, and unless specifically authorized by a majority vote of the Commission, no Executive Board member is eligible to serve more than two (2) consecutive terms in the same office.

Section 7. Primary Duties of the President: The primary duties of the President include, but are not limited to:

a. Preside over the general meetings of the Commission.

b. Author the agenda for meetings while incorporating agenda item suggestions duly submitted by Commissioners. Commissioners may move to strike an item from the agenda, by appropriate motion, second, and majority vote of the Commission.

c. Represent the voice of the Commission at official meetings and functions.

d. Sign all official correspondence of the Commission, or, when impractical, authorize the commission secretary to sign "For the President."

e. As the last official act of the administration, present to the newly elected President a final draft of the annual report of the administration year, for consideration and ratification by the Commission.

Section 8. Primary Duties of the Vice-President: The primary duties of the Vice President include, but are not limited to:

a. Fulfill the duties of the President at such times when the President is absent or otherwise unavailable to execute the duties of the President.

b. During the last month of the administration's year prepare the first draft of the annual report of the Commission for review by the Executive Team and eventual ratification by the Commission.

c. Maintain and review VAC bylaws. Ensure the Commission's bylaws remain current and aligned with best practices. Periodically review for adherence and suggest updates as needed.

[All Commissioners are encouraged to propose edits or recommend changes to the bylaws at any time.]

Section 9. Primary Duties of Commission Secretary: The Commission Secretary provides administrative support to the Commission as a whole body and does not support the work of individual commissioners. The primary duties of the Commission Secretary include, but are not limited to:

- a. Create and maintain the meeting minutes of the Commission as an official public record of its proceedings. Make an official recording of each general meeting and preserve it for a minimum of thirty (30) days as mandated by the Administrative Code. From the recording and notes taken at the meeting, draft the meeting minutes for consideration by the Commission at the next general meeting.
- b. Forward approved minutes to the Government Information Desk at the Main Public Library, and to the VAC website as archive copies upon acceptance of the minutes by the Commission.
- c. Assume responsibility for Commission correspondence, both inbound and outbound. Such responsibility includes, but is not limited to:
 - (1) Draft advice letters as derived from decisions made by majority vote of Commission.
 - (2) Once draft documents are approved by the Commission, prepare final versions of subject correspondence on VAC letterhead.
 - (3) Answer and/or forward miscellaneous routine e-mail inquiries to VAC under the title of Secretary.
- d. Ensure the execution of a monthly mailing of official Commission correspondence. The first portion of the monthly mailing is the “internal mailing.” It transmits official Commission documents to all sitting Commissioners. Contents of the internal mailing shall include, but is not limited to:
 - (1) Copy of the President’s agenda for the next general meeting.
 - (2) Copy of the draft minutes for the previous general meeting.
 - (3) Copy of any additional documents, resolutions, correspondence for review by Commissioners prior to the general meeting.
- e. Ensure the execution of the second portion of the monthly mailing to transmit official Commission documents to the Government Archive File of the Main Public Library. Contents of the “external mailing” includes, but is not limited to:
 - (1) Copy of the President’s agenda for the next general meeting.
 - (2) Copy of any approved minutes from the previous meeting.
 - (3) Copy of any additional documents, resolutions, correspondence approved by Commission vote at the previous meeting. g. Transmit Commission business electronically, when possible. If

electronic transmission is not possible or not desired, work with the office of the City Administrator for postage and mailing. The Secretary will transmit information involving Commission meetings no later than five (5) days prior to the meeting, to ensure Commission business meets public notice requirements of City and State code.

f. Maintain an official archive file of all Commission business documents, whether physical or virtual. Include copies of official e-mail, written correspondence, appointment documents, and any other documents of an official nature.

g. Maintain Veterans Affairs Commission website.

h. Facilitate printing of VAC business cards for Commissioners, as required.

i. Execute a quarterly update of Commission data on City databases for Commissions, Boards, and Agencies.

Section 10. Primary Duties of Sitting Commissioners: The primary duties of VAC Commissioners, include, but are not limited to:

a. Attend meetings. Commissioners should attend the majority of the monthly general meetings of the VAC. Additional attendance details are outlined in Article VI, Section 5 of these bylaws.

b. Prepare for meetings by reading all documents sent by the secretary prior to each meeting and printing personal copies if necessary. Key documents include:

(1) Agenda for the next general meeting.

(2) Draft minutes for the previous meeting. Commissioners who wish to submit suggested changes to draft minutes should prepare these changes in writing, to facilitate motions to amend the text of draft minutes.

Article VI. Meetings

Section 1. General Meetings: The Commission will hold general meetings on an established and announced schedule with the general intent to hold meetings at an appropriately accessible venue on a monthly basis, except for the month of July, when the Commission is in recess. All meetings are open to the public.

Section 2. Annual Meeting: The first regular meeting in January is designated the annual meeting. Its first order of business shall include the installation of new officers.

Section 3. Quorum: Fifty percent (50%) of the authorized strength of the Commission constitutes a quorum. Specifically, since the authorized strength of the Commission is thirteen (13) members, the quorum threshold is seven (7) members present for all Commission proceedings.

Section 4. Voting: Agenda items listed as actionable (e.g. “action” “vote”) will be approved by a majority vote of members present at a meeting.

Section 5. Attendance:

- a. Except in the event of a notified absence, each member of the Veterans' Affairs Commission will attend all portions of each regular meeting of the Commission. The Secretary shall maintain a record of members' attendance and record absences as unexcused except as specified under the following paragraph.
- b. An "excused absence" is where the member, in advance of the meeting, informs the Commission Secretary or President they will be absent, or where the member's absence is due to unforeseen circumstances such as illness or emergency and the member reports such unforeseen circumstances to the Commission Secretary or President as soon as reasonably possible.
- c. The Commission Secretary shall report all un-excused absences from regular Commission meetings, and any instance in which a Commissioner is absent (excused or otherwise) from three consecutive regular meetings to the Board of Supervisors or Mayor's Office, depending on whether the member in question was appointed to the Commission by the Board of Supervisors or the Mayor.
- d. The Secretary shall submit quarterly written reports to both the Board of Supervisors and the Mayor's Office detailing Commissioner attendance at all meetings of the Commission held during that quarter.

Article VII. The Executive Board

Section 1. Executive Board: The elected officers of the Veterans' Affairs Commission, (i.e. the President, Vice President,) and the commission secretary shall constitute the Executive Board.

Section 2. Responsibilities: The Executive Board shall execute the administrative functions of the Commission, as defined in Article IV, above.

Section 3. Meetings: The Executive Board shall meet, and/or otherwise confer as required. The Executive Board will accomplish the vast majority of their functions within the context of the general meetings of the Commission.

Section 4. Order of Succession: The precedence of officers on the Executive Board also represents the order of succession for the Commission. That is, in the event the President is temporarily unable to chair a meeting or perform the duties of the office, responsibility for execution of such duties falls to the Vice President. These officers shall perform the duties prescribed by the bylaws and by the parliamentary authority adopted by the Commission in Article VIII of these bylaws.

Section 5. Removal:

- a. Executive Board members may voluntarily resign from their elected positions on the Executive Board by sending notification to the President.

- b. Executive Board members may also be removed from the Executive Board for cause. Any Commissioner may request the President add this action to the meeting agenda in accordance with established procedures. After a formal motion and second, The Secretary will conduct a roll call vote to determine if a simple majority votes to remove an Executive Board member from office. Upon such a simple majority vote, the removal of the Executive Board member from the Executive Board is effective immediately.
- c. Replacement for vacated positions, on a temporary basis, will occur according to the order of succession identified above. In cases where the order of succession cannot apply, the President may appoint a commissioner, with their consent, to perform the duties of the vacated position on a temporary basis. However, the President will program a formal election to identify a candidate in accordance with Article IV Section 4 above, as soon as practicable.
- d. In any case where all Executive Board members are incapacitated or unavailable for an extended period, any Commissioner may add an agenda item to a general meeting for the sole purpose of filling these vacancies. A simple majority determines replacements.

Article VIII. Liaison Assignments

Section 1. Liaisons to Board of Supervisor Districts: Individual commissioners may volunteer to serve as liaison to Board of Supervisor Districts 1 – 11. This voluntary liaison role shall entail commissioners coordinate meetings with the selected district supervisor and/or supervisor's staff and provide updates during general commission meetings. Frequency of updates will be determined by the commissioner and will follow the regular procedure to place an item on a meeting agenda.

Section 2. Liaison Assignments: The President may invite individual Commissioners to volunteer as liaisons for specific areas of Commission business and research. Commissioners who choose to volunteer may do so during a general commission meeting and provide updates at subsequent meetings as they deem appropriate. Individual Commissioners serving in liaison roles may work independently on their respective areas to research and write draft documents for eventual consideration by the full Commission, in accordance with Article II of these bylaws. After due consideration and finalization of such draft documents, the full VAC may then forward issue-related advice to the Mayor and/or Board of Supervisors.

Article IX. Parliamentary Authority

The rules contained in the San Francisco City Attorney's Good Government Guide and the current edition of Robert's Rules of Order Newly Revised shall govern the Veterans' Affairs Commission, so long as rules are consistent with the laws and Administrative Code of the City and County of San Francisco and State laws, including all Ralph M. Brown Act and Sunshine Ordinance provisions.

Article X. Amendment of Bylaws

The Commission may amend these bylaws at any regular meeting of the Veterans' Affairs Commission by a simple majority vote, provided that the amendment was submitted in writing, at a previous general meeting, and is duly noted as an agenda action item.