

**City of San Diego  
International Affairs Board  
Bylaws**

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**Amended by O-20179 N.S.: effective 8-4-2012**

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**International Affairs Board**  
**Bylaws**

**Article I**  
*Statement of Purpose*

The International Affairs Board is a Municipal Code-created advisory body to the Mayor of the City of San Diego.

**Article II**  
*Mission Statement*

Pursuant to the provisions of Chapter 2, Article 6, Division 00, Section 26.23 of the Municipal Code, the International Affairs Board [the Board] shall foster and promote friendly relations and better understanding between peoples and communities of the United States of America and the peoples and communities of foreign nations; the Board shall further economic cooperation and cultural interchange between communities of foreign nations and communities of the United States of America; the Board shall develop, compile and exchange information, as well as plan, develop and carry out mutual economic and cultural activities, with citizens of foreign nations. The Board shall also confer with the San Diego International Sister Cities Corporation to make appropriate recommendations to the City Council concerning the establishment of additional Sister City relationships.

(Amended August 4, 2012)

**Article III**  
*Membership*

The Board is comprised of 11 members qualified by training, experience or interest in international affairs. Members, who shall be residents of the County of San Diego, shall be appointed by the Mayor and confirmed by the City Council. Serving without compensation, members shall serve two-year terms and each member shall serve until a successor is duly appointed and qualified. The members shall be appointed in such a manner that the terms of not more than six members shall expire in any year. The expiration date shall be March 1. During March of each year, the Mayor may designate one member as Chair; however, in the absence of such designation, the Board shall, on or After April 15, select from among its members a Chair.

(Amended August 4, 2012)

**Article IV**  
***Standards of Conduct***

In accepting the Oath of Office, members of the International Affairs Board shall maintain the highest standards of professional and personal conduct. They shall support the mission, goals and objectives of the Mayor of the City of San Diego, uphold all laws and regulations and refrain from using their membership on the Board to secure special advantage or benefit for themselves or others. Board members shall treat all fellow members, as well as members of the public, with courtesy, respect, objectivity and fairness.

Members shall refrain from engaging in activities which could result in a conflict of interest or reflect in a derogatory manner on the city.

Members are expected to attend and participate in all regularly scheduled meetings. Three unexcused absences shall be reported by the Chair to the Mayor of the City of San Diego for appropriate review.

Flagrant and repetitive violations of the standards of conduct by Board members shall be reported to the Mayor of the City of San Diego by the Chair for remedial action.

**Article V**  
***Termination of Membership***

The membership of any International Affairs Board member shall terminate upon the occurrence of any of the following events:

- a. Resignation or death of the member;
- b. Expiration of the membership term;
- c. Written notification by the Mayor of the City of San Diego that the member's services are no longer desired.

**Article VI**  
***Meeting of Members***

Section 1. ***Place of Meetings***- Meetings of members of the Board shall be held at any place within the City of San Diego designated by the Chair.

Section 2. ***Notice of Meetings***- A written notice of every Board meeting shall be given to each member not less than 7, nor more than 90 days, before the meeting. The notice shall state the place, date and hour of the meeting, any matters which the Chair intends to present for action by the members and the general nature of any other items on the agenda.

Section 3. **Quorum**- At all Board meetings, the presence of six (6) members shall constitute a quorum and a majority vote but at least four (4) affirmative votes shall be necessary to make any Board decision. The act of the majority of the members shall be the act of the full membership.  
(Amended August 4, 2012)

## **Article VII** **Voting**

Section 1. **Eligibility to Vote**- Persons entitled to vote at any Board meeting shall be limited to those persons qualifying for membership under **Article III** of these bylaws.

Section 2. **Manner of Casting Votes**- Voting shall be by voice or show of hands, unless a written ballot is demanded by any voting member before the voting begins. In cases involving a written ballot, the Chair shall appoint three voting members as inspectors of voting to verify the validity of any ballot and to count the votes. Any question of the validity of any ballot shall be resolved by a majority vote of the inspectors. When all the ballots have been counted, the inspectors of voting shall report the results to the Chair who shall announce the results. Decisions taken by the Board shall be by majority vote.

Section 3. **Proxies**- Voting in all instances shall be in person and not by proxy or *in absentia*.

Section 4. **Non-Member Observers**- Subject to the discretion of the Chair, interested members of the public attending the meeting may speak at Board meetings.

## **Article VIII** **Officers**

The officers of the International Affairs Board shall consist of a Chair, appointed by the Mayor of the City of San Diego, and a Vice-Chair and a Secretary Treasurer selected by the Chair. The Chair, who shall preside at all Board meetings, shall set the agenda, time and place of such meetings, and provide a timely written notice thereof pursuant to the provisions of **Article VI, Section 2** of these bylaws.

An Executive Committee consisting of the Chair, Vice-Chair and Secretary Treasurer shall be responsible for preparing and submitting an annual report of the Board's activities to the Office of the Mayor of San Diego. This annual report shall be submitted during the month of March. The Vice-Chair shall perform the duties and responsibilities that may be delegated by the Chair. In the absence or disability of the Chair, the Vice-Chair shall perform the Chair's duties.

The Executive committee is authorized to make decisions to take action on behalf of the Board on specific issues, legislation or other activities which are required to be

taken prior to any regular Board meetings. The Secretary Treasurer shall have the responsibility to insure that staff members assigned by the Office of the Mayor shall keep a complete record of all meetings and Board activities and reports.

(Amended September 15, 2008)

### **Article IX** ***Committees***

At the discretion of the Chair, one or more committees may be established to perform ongoing or occasional tasks as necessary. Members should be willing to accept assignments and participate in committees.

(Amended September 15, 2004)

### **Article X** ***Disbursement of Funds***

Any money under the control or raised by the International Affairs board shall be disbursed in compliance with the Mission Statement expressed in **Article II** and in accord with **Article VI** and **Article VII**.

(Amended October 15, 2003)

### **Article XI** ***Legal Advisor***

Under appropriate circumstances, the City Attorney will act as a resource for the International Affairs Board.

### **Article XII** ***Parliamentary Procedure***

Except in case of emergency, all board meetings shall be governed by the latest revised edition of *Robert's Rules of Order*.

### **Article XIII** ***Amendments***

These bylaws shall be reviewed annually or as deemed necessary by the Chair. They may be amended at any regular meeting of the Board by majority vote of those present, provided such proposed amendments are circulated in writing to all Board members at least ten (10) days prior to such a meeting. By-Law review can be initiated at any time by a majority vote of the Board at a regular Board meeting.

(Amended September 15, 2004)