

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

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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 **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 also further economic cooperation and cultural interchange. It shall develop, compile and exchange information, as well as plan, develop and carry out mutual economic and cultural activities.

Article III
Membership

The Board is comprised of 15 members qualified by training, experience or interest in international affairs. Members, who shall be residents and registered electors of the City of San Diego, shall be appointed by the Mayor and confirmed by the City Council. Serving without compensation, members shall serve two (2) year terms or until a successor is duly appointed and qualified. Members shall refrain from engaging in activities which could result in a conflict of interest or reflect in a derogatory manner on the city.

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 are expected to attend and participate in all regularly scheduled

meetings. Three unexcused absences shall be reported by the Chairperson 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 Chairperson 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 Chairperson.

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 Chairperson 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 the majority (8) of the members shall constitute a quorum for all purposes. The act of the majority of the members shall be the act of the full membership.

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 Chairperson 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 Chairperson 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 Chairperson, interested members of the public may attend and speak at Board meetings. Under no circumstances, however, shall such non-member observers be present when voting takes place.

Article VIII ***Officers***

The officers of the International Affairs Board shall consist of a Chairperson appointed by the Mayor of the City of San Diego and a Vice-Chairperson and a Secretary Treasurer selected by the Chairperson. The Chairperson, 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-Chairperson shall perform the duties and responsibilities that may be delegated by the Chairperson. In the absence or disability of the Chairperson, the Vice-Chairperson shall perform the Chairperson'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 Chairperson, 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 (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)