

BYLAWS

**PHOENIX WOMEN'S
COMMISSION**

CITY OF PHOENIX

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BYLAWS OF THE PHOENIX WOMEN'S COMMISSION

Bylaws and Rules of Procedures for the Phoenix Women's Commission of the City of Phoenix.

ARTICLE I – ORDINANCE AUTHORITY

The Phoenix Women's Commission is created by City Ordinance G-4720 as set forth in Chapter 18, Phoenix City Code, Article IX and as subsequently amended.

ARTICLE II – POWERS AND DUTIES OF THE PHOENIX WOMEN'S COMMISSION

- A. Advisory Body. The Phoenix Women's Commission is an advisory body to the Mayor and City Council whose purpose is to provide advice on matters concerning women in Phoenix.
- B. Powers and Duties. The powers and duties of the Phoenix Women's Commission are set forth in Article IX, Section 18-308. The Commission shall exercise the power and duties accorded it by the City Council in relation to women's issues, and subject to any restrictions imposed by Constitution, state or federal law, ordinance, or regulation.

ARTICLE III – OFFICERS

- A. Officers. The officers of the Commission shall be a Chairperson and Vice Chairperson
 - 1. Chairperson. The Chairperson shall be appointed by the Mayor, confirmed by the City Council to serve a one year term. Chairperson may be appointed to serve successive terms as deemed appropriate by the Mayor and City Council. In the event of the death, resignation, removal or disqualification of the Chairperson, the Mayor with confirmation by the City Council shall appoint another Chairperson to fill the unexpired term of the Chairperson being replaced.
 - a. Duties of Chairperson. Consistent with the Ordinance, Chairperson shall be responsible for:

- (1) establishing a regular meeting schedule and calling regular and special meetings;
 - (2) presiding over board/commission meetings, including deciding upon all points of order or procedure;
 - (3) appointing board members to serve on committees, ad-hoc committees, and subcommittees of the board or commission
 - (4) prior to commission meetings and other such mutually convenient times review with the staffing department agenda items for future board/commission meetings;
 - (5) consider other such matters and concerns of the commission or board as set forth in these bylaws or as directed by the Mayor and City Council.
 - (6) officially represent the Phoenix Women's Commission at all functions and work closely with the Equal Opportunity Department
2. Vice Chairperson. The Vice Chairperson shall be elected by a majority of the members of the Commission at a properly noticed and constituted meeting. The Vice Chairperson will serve a one year term. The Vice Chairperson may serve successive terms if re-elected. In addition to such other duties, if any, as may evolve upon the Vice Chairperson by virtue of the office, or as assigned by the Chairperson, the Vice Chairperson shall preside over meetings of the Commission in the absence of the Chairperson. The Commission may vote to replace the Vice Chairperson prior to the end of the designated term of service. The Vice Chairperson shall only be replaced after a majority vote of the members of the Commission at a properly noticed and constituted meeting. Replacement of the Vice Chairperson does not remove that individual from the Commission. It merely relieves the individual from his/her duties as Vice Chairperson. A vacancy in the office of Vice Chairperson shall be filled for the unexpired term by a new election at any regular meeting of the Commission.
3. Staff Liaison. The City Manager, or his/her designee, shall appoint a member or members of the department's staff to serve as Staff Liaison to the commission. Staff shall not be a member of the commission. The Staff Liaison shall take all minutes of commission meetings and keep all commission reports in accordance with applicable City ordinances and Arizona statutes. The minutes of all commission meetings shall be provided to the commission in summary form. All documentation shall be kept and maintained in the office of the Equal Opportunity Department.

When issues of parliamentary procedures arise, the Staff Liaison shall be available to advise a Chairperson on such matters.

4. Legal Representation. The City Attorney, or his/her designee, shall provide legal representation and advice to the Commission as necessary.
- B. Committees. The Commission shall establish such committees, ad-hoc committees, and subcommittees as the commission deems necessary (not to exceed three at any given time) and appropriate for carrying out Commission business. The Chair shall appoint the members of the committees, ad-hoc committees, and subcommittees created. Committees, ad-hoc committees report to the Commission in an advisory capacity and such committee shall exist only so long as necessary to fulfill the purposes for which they were created.
1. Special Committees. Committees shall have at least three members. Special committees shall elect both a Chairperson and a Vice Chairperson annually. Only Commissioners are eligible to serve as a Chairperson or Vice Chairperson. The Committee may vote to replace the Chairperson or Vice Chairperson prior to the end of the designated term of service. The Chairperson or Vice Chairperson shall only be replaced after a majority vote of the members of the Committee at a properly noticed and constituted meeting. Replacement of the Chairperson or Vice Chairperson does not remove that individual from the Committee. It merely relieves the individual from his/her duties as Chairperson or Vice Chairperson of the committee.
 2. Committee Terms. Committee terms of appointment for members and officers shall be for one (1) year. Any appointment made to fill a vacancy shall be for the unexpired term of office created by such vacancy. The Commission Chairperson may remove a committee member at any time with or without cause. Removal of a committee member who is also a Commissioner does not remove that individual from the Commission. It merely relieves the individual from his/her duties on that committee.
 3. Committee Quorum. A majority of the filled seats on any committee shall constitute a quorum for the transaction of business at any meeting. A meeting shall not be deemed to be regularly constituted unless the quorum requirements are met. All meetings shall be conducted in accordance with the procedures outlined in this document for conducting a meeting with and without a quorum.
 4. Committee Voting. A vote of the majority of the Committee members present and voting at any regularly constituted meeting shall constitute a recommendation of said committee regarding any matter except as may otherwise be required by these Bylaws or Robert's Rules of Order Newly Revised, or other policies and procedures adopted by the Commission.

No proxy voting shall be permitted. Committee recommendations are to be forwarded to the full Commission for official action.

5. Committee Meetings. Meetings shall be called by the Chairperson of such committee, or upon petition by a majority of the committee's members. Notice of all meetings shall be given in accordance with the Arizona Open Meeting Law. All meetings shall be conducted in accordance with the Arizona Open Meeting Law. Robert's Rules of Order shall govern meeting procedure.

ARTICLE IV – MEETINGS

- A. Schedule. Regular meetings of the Commission are held monthly on the second Tuesday of each month. Meetings are held within the City of Phoenix, the time and place to be designated by the Chairperson. The Commission or Chairperson may cancel a meeting.

The Commission meetings may include written reports, presentations or other necessary types of activities to provide information to its members and allow the Commission to discharge its duties.

- B. Quorum. A quorum of the Commission shall consist of a majority of its appointed members. While Committee members are encouraged to attend Commission meetings, unless they are also Commissioners, they do not count towards the quorum. Any action voted on by a majority vote of the quorum present shall be considered an action of the Commission. In the event a quorum is not present for a meeting, the Commission is prohibited from discussing any items from the agenda and the meeting shall be rescheduled. In the event a quorum is present at the beginning of a meeting and is not maintained throughout the meeting, no votes requiring action may be taken after the loss of a quorum.
- C. Open Meetings. The Commission and its committees, ad-hoc committees, and subcommittees shall hold all meetings and conduct all business in accordance with Arizona Open Meeting Laws A.R.S. § 38-431 *et seq.* All meetings of the Commission except Executive Sessions authorized by A.R.S. § 38-431.03 shall be open to the public.
- D. Procedure Not Contained in Bylaws. All meetings of the Commission shall be, to the extent not in conflict with these bylaws, conducted according to the latest edition of *Roberts Rule of Order*, with the exception that the Chairperson of the Commission shall be permitted to vote on any motion before the Commission. Similarly, the Chairperson of any committee, ad-hoc committee, or subcommittee shall be permitted to vote on any motion before his/her respective committee.

- E. Proxy Voting, Telephonic Participation.
 - 1. Proxy voting shall not be permitted.
 - 2. Telephonic participation may be permitted where, in the opinion of the Chairperson, members can participate fully by speaker phone.
- F. Agenda Items. Items for the agenda may be proposed by any member of the Commission. The Chairperson shall approve the agenda for each meeting.

ARTICLE V – MISCELLANEOUS

- A. Conflict of Interest. Members of City boards, commissions, and committees must be constantly on guard against conflicts of interest. In short, you should not be involved in any activity which might be seen as conflicting with the responsibilities of your position with the City. Any member of the Commission who has a substantial interest as defined in A.R.S. § 38-502 in the outcome of any matter brought before the Commission shall make known that interest and the minutes of the meeting shall reflect that the member made such fact known. The member shall refrain from voting or in any way participating in that matter.
- B. Amending Bylaws. These bylaws may be amended at any meeting of the commission after not less than seven (7) days notice has been given to all members of the commission and a copy of the proposed amendment sent with notice. A change in the bylaws shall require a concurring vote of two-thirds of the members present.
- C. Requests for Special Reports. Requests for special studies or reports will be made only to the Equal Opportunity Department and only by a vote of the commission.
- D. Political Involvement. The Commission shall not become involved in political issues nor in matters which are outside the City's jurisdiction.