

EXHIBIT 'A' TO RESOLUTION NO. 2012-R-____

FIESTA LA BALLONA COMMITTEE

BYLAWS

I. PURPOSE

- A. To advise and make recommendations to the City Council and the Director of Parks, Recreation, and Community Services (Director) on policies and issues related to the City's annual Fiesta La Ballona (Event) as defined in these Bylaws.

II. ORGANIZATION

A. Composition

- 1. The Fiesta La Ballona Committee (hereinafter Committee) shall consist of seven (7) members appointed by the City Council. Members need not be Culver City residents, however Culver City residents and owners/operators of Culver City based businesses are encouraged to apply for the Committee.

B. Terms of Office

- 1. Initially, three Members shall serve until October 31, 2014 with the remaining four Members serving until October 31, 2016. Thereafter, members shall serve four-year overlapping terms.
- 2. Members shall serve a maximum of two full terms. If a member serves a partial term in excess of two (2) years, it shall be considered a full term for the purpose of these Bylaws. Nothing in this provision shall act to bar service as a Committee Member after at least two years have elapsed from the Committee Member's last full term.
- 3. All members shall serve at the pleasure of the City Council.

C. Absence of Committee Members

1. Any member, who within a twelve month period has four absences, shall be referred to the City Council for consideration of replacement.
2. Any member of the Committee may be removed at any time and without cause by a majority vote of the City Council.

D. Appointments to Fill Vacancies

1. If a vacancy occurs, the City Council may, but shall not be required to, appoint a qualified replacement for the remainder of the term for that seat.

E. Compensation and Reporting

1. Members of the Committee shall serve without compensation for their service on the Committee.
2. Members may be required to file statements of economic interest in accordance with the California Government Code.
3. Members shall take any mandatory training prior to serving or, if deemed appropriate by the City Manager, within 180 days of being appointed by the City Council.

III. DUTIES

- A. The Committee shall provide advice to the City Council and the Director (or his/her designees) based on the specific tasks or duties approved by the City Council, which may include, but shall not be limited to:

1. Assisting the City in the organization and production of the Event.

2. Stimulating community interest in the Event through education, community involvement, advertisement and volunteer opportunities.
 3. Promoting cooperation and coordination among various community organizations, local businesses, and Event participants.
 4. Exploring ways to improve the Event and provide for greater enjoyment for residents.
 5. Involving all segments of the community in the Event.
- B. The operation of this Committee is subject to all applicable laws, including but not limited to, the City Charter, the Culver City Municipal Code, and other applicable Ordinances and Resolutions adopted by the City Council (including City Council Policies).
- C. Unless prohibited by applicable federal or state law or the City Charter, notwithstanding any other provisions of these Bylaws, or where final decision making authority has been delegated by the City Council to this Committee, the City Council retains jurisdiction on all items which may otherwise be considered by the Committee. Either the City Council or the City Manager, in their sole discretion, may determine to have any item heard directly by the City Council.

IV. OFFICERS

A. Designation of Officers

1. At the initial meeting and at the first meeting at the beginning of the Planning Year, the Committee shall elect a Chair and Vice-Chair from among its membership.
2. The Chair and Vice-Chair of the Committee shall serve at the pleasure of the Committee.
3. The Chair and Vice-Chair shall serve terms of one year commencing upon their appointment and concluding on the later of October 31 of the following year or the election of their successors.

B. Duty of Officers

1. The Chair shall preside over all Committee meetings.
2. The Vice-Chair shall act as the Chair in his/her absence.

V. MEETINGS

- A. Annual Meeting: The Committee shall meet at least one time each Planning Year. The Planning Year is the twelve month period commencing on the first day of the first month 10 months prior to the annual Event (generally November 1 of each year). Officers shall be selected at this Annual Meeting. Other business may also be transacted during this meeting.
- B. Post-Event Meeting. The Post-Event Meeting of the Committee shall be held at the next scheduled meeting of the Committee after the conclusion of the Event. At this time, the Committee may receive written reports related to the event, discuss any problems experienced during the Event and consider proposals for improvements to future Events.
- B. Regular Meetings: The Committee shall meet as needed. The Members shall establish a regular meeting schedule at the first meeting of each Planning Year.
- C. Special Meetings: Special meetings may be called at any time by the Chair or four or more members of the Committee.
- D. All meetings shall be called, noticed, held, and conducted in accordance with the provisions of the Ralph M. Brown Act (commencing with California Government Code Section 54950).
- E. Four Committee members appointed by the City Council shall constitute a quorum. Each Committee member shall be entitled to one vote. Approval of any matter requires an affirmative vote from the majority of the members present.

- F. The latest edition of *Robert's Rules of Order* shall constitute the parliamentary guidelines for transaction of the Committee's business. Where there is a conflict between Robert's Rules of Order and the Bylaws, the Bylaws shall have precedence. Failure to strictly follow Robert's Rules of Order shall not invalidate any action of the Committee.
- G. Consensus among a majority of Committee members present must exist in order to place an item on a future agenda for discussion, or to request research by staff.

VI. STAFF SUPPORT

- A. The Director and Parks, Recreation, and Community Services Department staff, as directed and determined by the Director, shall provide staff support to the Committee to include:
 - 1. Agenda Preparation and posting.
 - 2. Respond to requests for information by the Committee.
 - 3. Provide technical assistance and advice to the Committee.
 - 4. Take minutes and coordinate preparation and dissemination of materials.
 - 5. Perform follow-up activity as requested consistent with the duties of the Committee.
- B. In the event the Director determines that a request for research by the Committee is not within the approved tasks or duties of the Committee as set forth in Section III A of these Bylaws, or that the request requires a dedication of staff time that is not available within the requirements of day-to-day operations, the Director shall confer with the City Manager. The City Manager shall decide whether the staff support shall be provided in that instance. The Committee may appeal the City Manager's decision to the City Council.

VII. AMENDMENT TO BYLAWS

These Bylaws may only be amended by resolution of the City Council.