

EXHIBIT 'A' TO RESOLUTION NO. 2019-_____
GENERAL PLAN ADVISORY COMMITTEE (GPAC)
BYLAWS

I. PURPOSE

- A. Purpose: The City Council of the City of Culver City established the General Plan Advisory Committee (GPAC) as an advisory body to the City Council; City Commissions, Boards, and Committees; City staff; and the City's consultant team for the General Plan Update (GPU). These Bylaws are intended to assist the GPAC to perform its responsibilities and conduct its meetings. These Bylaws are not intended to and do not create any rights enforceable by applicants for development projects, other agencies, or members of the public.
- B. Objectives: The GPAC shall fulfill the following objectives:
 - 1. Liaise with GPU Technical Advisory Committees (TAC);
 - 2. Make recommendations to City Council on the preferences of community members on issues and policies to consider for the GPU;
 - 3. Systematically review completed work product that will form the content of the GPU;
 - 4. Provide effective, community-based input and feedback on work product in the form of recommendations;
 - 5. Build community support for the GPU by serving as ambassadors, informing the community of the process, providing opportunities for input and comment, encouraging participation in public workshops, and playing an active role in public workshops.

II. ORGANIZATION

- A. Composition: The GPAC consists of 21 GPAC Members, appointed by City Council, and is staffed by the Advance Planning Division of the Community Development Department.
- B. Terms of Office: GPAC Members shall serve until the City Council discharges or disbands the GPAC or until an individual Member resigns or is removed for non-attendance. All GPAC Members shall serve at the pleasure of the City Council.
- C. Qualifications: No GPAC Member shall be an otherwise elected or appointed official of the City, a City employee, nor shall he or she have immediate family members who are elected or appointed officials or employees of the City.
- D. Absence of GPAC Members:
 - 1. City [Resolution No. 2017-R086](#) requires the City Clerk to provide an annual report of attendance to the City Council. The resolution provides, in connection with the receipt of the annual report, for the forfeiture of a seat by any GPAC Member who has (1) unexcused absence from three consecutive meetings or (2) unexcused absence from five meetings within any six months. Excused absences include the inability to attend due to illness or physical incapacity, or any other reason that the City Council may determine is justified.
 - 2. In addition to the preceding attendance requirements, any GPAC Member - who within 12 months has four absences - may be referred by the GPAC, by a majority vote, to the City Council for consideration of replacement.

3. Any GPAC Member may be removed at any time and without cause by a majority vote of the City Council.
- E. Appointments to Fill Vacancies: 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.
- F. Compensation and Reporting:
 1. GPAC Members shall serve without compensation for their service on the GPAC.
 2. GPAC Members may be required to file statements of economic interest under the California Government Code.
 3. GPAC Members shall take any mandatory training before serving or, if deemed appropriate by the City Manager, within 180 days of being appointed by the City Council.

III. DUTIES

- A. The GPAC shall advise the City Council based on the specific tasks or duties approved by the City Council.
- B. City staff and the GPU consultant team shall determine the method and frequency of reporting back to the City Council.
- C. The operation of the GPAC is subject to all applicable laws, including but not limited to, the City Charter, the Culver City Municipal Code (CCMC), and other applicable Ordinances and Resolutions adopted by the City Council (including City Council Policies). If there is ever a conflict between these Bylaws, state law, the City Charter and the CCMC, then the City Charter, state law and the CCMC shall control, in that order.
- D. The GPAC Members' role is to carry out the purpose and objectives of the GPAC.

IV. CHAIR AND VICE CHAIR

- A. Designation of Chair and Vice-Chair:
 1. At its second meeting and at the meeting in July of each year thereafter, the GPAC shall elect a Chair and Vice-Chair from among its membership.
 2. The Chair and Vice-Chair shall serve at the pleasure of the GPAC.
 3. The Chair and Vice-Chair shall serve terms of one year commencing upon their appointment and concluding on the later of June 30 of the following year or the election of their successors.
 4. If the term of the Chair or Vice-Chair ends before the election of a new Chair or Vice-Chair, the GPAC shall elect an interim Chair or Vice-Chair to serve until the regularly scheduled election.
- B. Duties of Chair and Vice-Chair
 1. The Chair shall preside over all GPAC meetings, in collaboration with the GPU consultant team's professional facilitator.
 2. The Vice-Chair assists the Chair in the execution of their office and shall act as the Chair in the Chair's absence.

3. If both the Chair and Vice-Chair are absent, and the GPAC otherwise has a quorum for purposes of conducting a meeting, the GPAC shall elect from among its membership a Chair pro tempore to perform the duties of the Chair while both the Chair and Vice-Chair are absent.

V. MEETINGS

- A. Regular Meetings: The GPAC shall meet approximately every other month. The GPAC shall meet on the <insert recurring meeting day of the month and time - to be set at first GPAC meeting>, or at another time and place agreed upon by the GPAC, which will facilitate the attendance and input of the public. The staff liaison, in consultation with the Chair, may cancel regular meetings in the event of a lack of sufficient agenda items.
- B. Special Meetings: Special meetings may be called at any time by the Chair or a majority of GPAC Members.
- C. Brown Act: All meetings shall be called, noticed, held, and conducted under the provisions of the Ralph M. Brown Act (commencing with California Government Code Section 54950). All meetings of the GPAC, including study sessions and workshops, shall be open and public. This means that a quorum of GPAC Members shall only discuss GPAC business in a public meeting. Furthermore, regular meeting agendas shall be posted in a public place at least 72 hours in advance of the meeting, and special meeting agendas shall be posted in a public place at least 24 hours in advance of the meeting, and topics shall be limited to those on the agenda.
- D. Quorum and Voting: A majority of GPAC Members shall constitute a quorum. Each GPAC Member shall be entitled to one vote. Approval of any matter requires an affirmative simple majority vote of the GPAC Members present. As the GPAC is strictly advisory, voting shall be on matters of recommendation to the City Council only and shall not constitute the approval of the recommended action.
- E. Conduct of Meetings: The latest edition of Robert's Rules of Order (or similar rules of parliamentary procedure, e.g. Rosenberg's Rules of Order) shall constitute the parliamentary guidelines for the transaction of the GPAC's business. Where there is a conflict between the parliamentary guidelines and these Bylaws, these Bylaws shall have precedence. Failure to strictly follow parliamentary guidelines shall not invalidate any action of the GPAC.
- F. Agenda:
 1. Placing Items on the Agenda: Consensus among a majority of GPAC Members present shall be required to place an item on a future agenda for discussion or to request research by staff.
 2. Consent Calendar: A Consent Calendar for approval of routine items may be used, including but not limited to the adoption of the minutes, the designation of dates for various matters to be heard, and other items, as determined by the staff liaison. The GPAC shall adopt the Consent Calendar by a majority vote.
 3. Packet Preparation and Distribution: Packets for GPAC Members attending the meeting will be delivered electronically by staff the week before the meeting. Each regular packet will include an agenda and staff reports describing topics for review. The packet materials will be organized in order of agenda reference. Agendas are posted at City Hall and on the City's website.

- G. City Council Authority: City Council may modify details at any time; e.g., meeting frequency, location, dates, and times.
- H. Absences: GPAC Members shall notify the staff liaison at the earliest possible opportunity if they will be absent for an upcoming meeting and such absence will be noted as 'excused' in such instances. Refer to Section II.D for absences resulting in removal from the GPAC.
- I. Public Comment: A public comment period is available to all members of the public to discuss issues of concern with the GPAC regarding items not on the agenda. However, such issues should be within the subject matter jurisdiction of the GPAC. The GPAC has the discretion to limit the time available for each speaker based on the number of speakers present and the length of the agenda.
- J. Discussions Outside of Regularly Noticed Meetings: Discussions between members of the public and individual GPAC Members, or groups of GPAC Members, outside of a public meeting do not reflect the consensus of the entire GPAC and may not be construed as an interpretation of the GPAC's policies. GPAC Members shall disclose any such independent contacts at regularly scheduled meetings. Such discussions may not involve a quorum of the GPAC members.
- K. Conflicts of Interest: GPAC Members shall comply with all regulations prohibiting a public official with a conflict of interest from participating in making, or in any way using or attempting to use his or her official position to influence a governmental decision. GPAC Members should contact the City Attorney's Office if they are concerned about potential conflicts.
- L. Meeting Notes: The staff liaison shall keep a record of all meetings of the GPAC by taking meeting notes and providing the documentation of motions and calls for consensus. The staff liaison shall distribute the completed meeting notes to GPAC Members for approval at a subsequent meeting. The meeting notes are "action" minutes (not verbatim) and should reflect a summary of the GPAC's discussions and actions taken. Occasionally, comments from one Member will be paraphrased or quoted if the comments represent a unique opinion that the staff liaison determines requires archiving. The meeting notes shall be prepared following each meeting and will be included as an attachment to the agenda packet for a subsequent meeting.

VI. STAFF SUPPORT

- A. The Community Development Department (CDD) Director and staff, as directed and determined by the CDD Director, shall provide staff support to the GPAC to include:
 - 1. Agenda preparation and posting.
 - 2. Responding to requests for information by the GPAC.
 - 3. Providing technical assistance and advice to the GPAC.
 - 4. Taking minutes and coordinating the preparation and dissemination of materials.
 - 5. Performing follow-up activity as requested consistent with the duties of the GPAC.
- B. If the CDD Director determines that a request for research by the GPAC is not within the GPAC duties as stated in Section III 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 CDD Director shall confer with the City Manager. The City Manager shall

decide whether the staff support shall be provided in that instance. The GPAC may appeal the City Manager's decision to the City Council.

- C. The GPU consultant team shall provide third party professional facilitation services for all GPAC meetings.

VII. RULES OF CONDUCT

In addition to rules of conduct set forth in the CCMC and City Council Policy (Resolution No. 2017-R086), the following rules of conduct shall apply to all GPAC meetings:

- A. Meeting Conduct: GPAC Members should maintain a professional demeanor during public meetings at all times. GPAC Members should be careful to ensure decorum and to show respect to fellow GPAC Members, City staff, the City's consultant team, and the public.
- B. Discussion: GPAC Members' comments during meetings should be clear and concise to keep the discussion focused on the agenda item and the topic involved. GPAC Members should avoid focusing on insignificant or secondary matters that can be addressed with City staff before or after the meeting. GPAC Members should raise potential future agenda items, concerns, and relevant issues for staff at GPAC meetings
- C. Expectations: Staff and the Consultant Team shall be prepared to answer questions from GPAC Members and will provide complete information to GPAC Members promptly. GPAC Members are expected to read packet materials before the meeting and may contact staff if they have questions or concerns about items on the noticed agenda at the earliest possible opportunity, preferably before the meeting if feasible.
- D. Committee Positions: Individual GPAC Members are not authorized to speak on behalf of the City or the GPAC with regard to City or GPAC positions, except when such policy or position has been clearly established or when the GPAC Member has been designated as a spokesperson on a given subject.

Periodically individual GPAC Members may be requested to speak to the media. GPAC Members are encouraged to provide accurate, factual information and shall refrain from engaging in speculation, advocacy for a particular position, or speaking on behalf of other GPAC members unless authorized by the GPAC to do so. Staff will facilitate communication with the media and will assist GPAC Members in doing so if desired.

VII. AMENDMENT TO BYLAWS

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