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APPROVED AS TO FORM:
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 CAROL A. SCHWAB, City Attorney

EXHIBIT 'A' TO RESOLUTION NO. 2020-_____
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 a non-voting, 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. Provide input on the preferences of community members on issues and policies to consider for the GPU.
 - 2. Provide input on completed work product that will form the content of the GPU.
 - 3. 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 Council's Policy on City Commissions, Boards, and Committees (CBC Policy), adopted by [Resolution No. 2017-R086](#), requires the City Clerk to provide an annual report of attendance to the City Council. The CBC Policy 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.

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- 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. City Staff and the GPU consultant team shall determine the method and frequency of reporting back to the City Council.
- B. 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.
- C. The GPAC Members' role is to carry out the purpose and objectives of the GPAC.
- D. A GPAC Member may not serve on another City committee while serving in 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 call to order and adjourn all GPAC meetings.
 - 2. The Vice-Chair assists the Chair in the execution of their office and shall act as the Chair in the Chair's absence.

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3. If both the Chair and Vice-Chair are absent, and the GPAC otherwise has a quorum for purposes of conducting a meeting, the Secretary shall perform the duties of the Chair.

V. MEETINGS

- A. Regular Meetings: The GPAC shall meet approximately every other month on the second Thursdays at 7 PM or at another time and place agreed upon by the GPAC which will facilitate the attendance and input of the public. The Secretary 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 Secretary.
- 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. A quorum of GPAC Members shall not discuss GPAC business except at an open and 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 on Administrative Actions: A majority of GPAC Members shall constitute a quorum. As the GPAC is strictly a non-voting, advisory body, the only voting shall be to approve administrative actions, such as approval of the meeting minutes and consent calendar. Each GPAC Member shall be entitled to one vote. Approval requires an affirmative simple majority vote of the GPAC Members present.
- E. Conduct of Meetings: Conduct of meetings shall comply with the CBC Policy.
- F. Agenda:
 1. Placing Items on the Agenda: Staff and the consultant team will determine all agenda items. GPAC Members may recommend agenda topics either at meetings or through communication with the Secretary.
 2. Consent Calendar: A Consent Calendar for approval of routine items may be used as determined by the Secretary and approved by a simple majority vote of the GPAC.
 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 Secretary 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,

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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 Minutes: Meeting minutes shall be prepared in compliance with the CBC Policy.
- M. Childcare: Childcare services will be offered for all meetings. In order to be eligible for childcare services, children must be toilet trained and registered at least 24 hours before the start of the meeting.
- N. Meeting Content and Facilitation: Agenda items and content for all GPAC meetings will be decided by and prepared by staff and the consultant team. Following the call to order by the Chair, staff and the consultant team will facilitate all meeting topics and conversations.

VI. STAFF SUPPORT

- A. The Community Development Department (CDD) Director and staff, as directed and determined by the CDD Director, shall guide the GPAC process including:
 - 1. Agenda content, 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 consultant team shall provide facilitation services for all GPAC meetings.

VII. RULES OF CONDUCT

In addition to rules of conduct set forth in the CCMC and CBC Policy, the following rules of conduct shall apply to all GPAC meetings:

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- 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, staff, the 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.