

Resiliency Advisory Board Bylaws

ARTICLE I – PURPOSE AND INTENT

Section 1: Purpose & Intent

- a. Pursuant to revisions to San Diego Municipal Code sections 26.1001 through 26.1002, which became effective on April 16, 2023, it is the purpose and intent of the City Council to replace the Wetlands Advisory Board with the Resiliency Advisory Board.
- b. The Board will advise the Mayor, Council, and relevant City departments on resiliency-related policies, including the City's Climate Resilient SD Plan, as amended from time to time, Multiple Species Conservation Program, Biodiverse SD, Climate Action Plan Strategy 5, Resilient Infrastructure and Healthy Ecosystems, and other conservation and open space programs.

ARTICLE II – MEMBERSHIP & OPERATIONS

Section 1: Number

- a. The Resiliency Advisory Board consists of 11 members, who shall serve without compensation.
- b. Two members shall be appointed by the Mayor with qualifications listed in section 26.1002(b)(1), and the remaining nine appointed by the Mayor and confirmed by the City Council based on nominations provided by each Councilmember. Four members should primarily reside or work in Communities of Concern, as designated by the City's Climate Equity Index.

Section 2: Terms

- a. Members shall serve two-year terms, and each member shall serve until a successor is duly appointed and confirmed. Members are limited to a maximum of eight consecutive years. Appointments shall be made in such a manner that the terms of not more than six members shall expire in any year.

Section 3: Vacancies and Attendance

- a. Members are expected to attend and participate in all regularly scheduled meetings and shall notify the Chair no later than two weeks prior to the meeting, unless the Emergency Circumstances applies, if they are unable to attend.
- b. The Board follows an attendance policy where:
 - o An Excused Absence is defined per the language in [citation: AB2449 and/or Govt Code] as one necessitated by either “Just Cause” or “Emergency Circumstances”.
 - o An Unexcused Absence is an absence that does not qualify under either the “Just Cause” or “Emergency Circumstance” definition OR an absence that has not

been communicated to the Chair at least two weeks prior to the next Board meeting.

- For the purposes of an Excused Absence, “Just Cause” includes travel for non-City purposes that would otherwise cause financial injury to the Member.
- c. The Board shall report to the staff liaison upon:
- The third consecutive unexcused absence, as determined by the Chair, or
 - The fourth unexcused absence in a 12-month period from the Board’s regular meetings, as determined by the Chair, or
 - Appointee not sworn in within 3 months of Council confirmation.

Section 4: Officers

- a. The Board shall select from among its members a Chair, Vice Chair, Secretary, and any other positions it chooses to define.
- b. Officers shall be elected annually by a majority vote of the Board members at the January meeting, or any time there is a vacant officer position.
- c. Officers may be removed from office by a two-thirds vote of the Board.
- d. The Board Secretary shall work closely with the Chair, Vice Chair and staff liaison with responsibility for the following:
 - Tracking and recording all motions and votes taken by the Board.
 - Drafting and submitting draft meeting minutes to the staff liaison at least 1 business day in advance of the 72-hour posting deadline prior to the regularly scheduled next meeting.
 - Tracking Board attendance under the attendance policy.
 - Other tasks as agreed upon by the Chair, Vice Chair, staff liaison, and Secretary.

Section 5: Subcommittees

- a. Subcommittees are important sub-groups of the Board that are less than a quorum and can be formed to advance tasks. There are two types of subcommittees
 - i. Standing Subcommittees can be formed to help meet Board goals. Chairs, subcommittee charter and membership are voted upon at a meeting of the Resiliency Advisory Board. A motion to create a Subcommittee will include direction in the content and preparation of a subcommittee charter entailing purpose, objectives, membership, meeting schedule.

- ii. Ad-Hoc Subcommittees or Task Forces, selected by the Chair or by action of the Board, shall consist of less than a majority of the quorum to conduct a task of limited duration.
- iii. All Standing Subcommittees shall keep written records of all meetings and decisions. Standing subcommittees are subject to the Ralph M. Brown Act and must comply with all noticing, attendance, and public participation requirements. Ad hoc subcommittees and task forces are not subject to the Ralph M. Brown Act and may meet using teleconferencing.
- iv. The Board shall reaffirm or revise all subcommittees and their members annually or as deemed necessary by the Chair.

Section 6: Standards of Conduct

- a. In accepting the Oath of Office, members of the Board shall maintain the highest standards of professional and personal conduct. Members shall support the purpose and intent of the Board as established in the Municipal Code, 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 shall refrain from engaging in activities which could result in a conflict of interest or reflect in a derogatory manner on the City.

ARTICLE III – DUTIES AND FUNCTIONS

Section 1: General Duties & Functions.

- a. The Resiliency Advisory Board shall:
 - i. Advise the Mayor, City Council, and relevant City departments on the resilience impacts and implications of infrastructure planning, readiness, climate, environment, environmental justice, climate equity, sustainability, and energy policy for the City and assist the City in implementing the Climate Resilient SD (CRSD) and attaining the City's stated goals in these areas.
 - ii. Also advise the Mayor, Council, and relevant City departments on including the City's Climate Resilient SD, as amended from time to time, Multiple Species Conservation Program, Biodiverse SD, Climate Action Plan Strategy 5, Resilient Infrastructure and Healthy Ecosystems, and other conservation and open space programs, including issues related to climate mitigation and adaptation, natural space restoration biodiversity, and conservation, as they relate to the purposes of this Board and on the best approaches for implementing the City's resiliency, biodiversity, and other related goals.
 - iii. Important functions may include:

1. Develop recommendations on how the City can engage residents, communities and non-governmental organizations to guide the implementation of the CRSD and other relevant plans or strategies, provide input on plans, measures, budget priorities and community engagement initiatives, and provide recommendations on how the City can engage in planning and implementation of infrastructure and other actions to achieve CRSD objectives in all areas.
2. Function as a primary channel of communication between the City and the residents, communities, and stakeholders; seek participation by regional businesses, political leaders, government agencies, and public interest groups on climate resilience.
3. Coordinate with other City advisory boards and City departments, such as the Community Forest Advisory Board, Planning Commission, the Climate Advisory Board, as needed and as it relates to the purposes of this Board.
4. Provide periodic reports to the Environment Committee, make recommendations for the City to engage in regional resiliency and biodiversity issues and advocacy with state and federal agencies, and advise and support efforts to secure state and federal funding for resiliency-related issues.

Section 2: Annual Work Plan

- a. The Board shall develop an annual work plan, approve it by the January Board meeting or as scheduled by the Chair, and review progress and make updates quarterly at Board meetings.

Section 3: Annual Report

- a. As required by [Municipal Code §26.0107](#), in the fourth quarter of each calendar year, the Board shall submit an annual report to the Office of Boards and Commissions.

ARTICLE IV - MEETINGS

Section 1: Meetings

- a. The Resiliency Advisory Board shall meet monthly, except August and December, on the third Thursday of every month at 1:00 p.m. The location for regular meetings will be located within or near the Civic Center.

Section 2: Special Meetings

- a. Special meetings are needed to achieve additional public engagement or outreach on specific goals or fact finding of the Board or a subcommittee. Special meetings can be at alternate times or locations to obtain the largest amount of public input.
- b. The Chair or a majority of the quorum can vote to hold a special meeting, consistent with the Brown Act. It will be the goal to establish special meetings with 30 calendar-day notice for Board Members and public participation.
- c. Special meetings for the purpose of providing additional opportunity for public input on a specific item to be heard and/or discussed by the Resiliency Advisory Board may be proposed by a subcommittee created for this purpose. Each such subcommittee/ task force is chartered to design and/or implement an outreach plan to achieve the objectives of that subcommittee/task force. Each outreach plan should include:
 - o The objectives for these meetings;
 - o When to hold the meetings, (day, evening, weekends, etc.)
 - o Proposed locations that meet Brown Act and ADA requirements;
 - o What participation by Resiliency Advisory Board members is required;
- d. Special meetings should consider transportation and accessibility, childcare, refreshment opportunities, translation, etc.) as feasible.
- e. Joint Meetings with other City Boards or Commissions can be requested by a vote of the Board or by the Chair, with consultation with City Staff and the applicable Chair. Joint meetings will be noticed under the Brown Act.

Section 3: Quorum

- a. Quorum shall consist of an absolute majority of the number of members for the Board, which is eleven (11) members. If prior to a meeting it is known that a majority of the quorum (6 members) will not be in attendance, the meeting will be adjourned, and agenda items will be moved to the next regular meeting. Additionally, if a quorum is not reached within 15 minutes of the noticed meeting time, the Chair may adjourn the meeting.
- b. Administrative votes, such as approval of minutes, can be passed with a majority of members present. Recommendations to the City Council must be passed with a majority of the Board (6 members).

Section 4: Absence of Chair

- a. The Vice Chair shall have all of the powers and duties of the Chair in the absence of or the inability of the Chair to act.
- b. In the absence of the Chair, and if the Board has not selected a Vice Chair, or if the Vice Chair is not in attendance, the Board may select a member to act as Chair for the duration of that meeting.

Section 5: Parliamentary Procedure

- a. All Board meetings shall be conducted according to the latest revised edition of Robert's Rules of Order and in compliance with the San Diego Municipal Code, the Charter of the City of San Diego, and the Ralph M. Brown Act (and any amendments thereto).

Section 6: Board Meeting Agenda

- a. Agenda items may be suggested by the public, members of the Board, or City Staff directly to the Staff Liaison, Chair, and Vice-Chair.
- b. Final items to be included on the Board agenda for each meeting will be set by the Chair and coordinated with the Staff Liaison at least a week in advance of the upcoming meeting.
- c. Board members can propose additional agenda items at the appropriate time on the meeting agenda.

Section 7: Order of business

- a. The order of business of regular Board meetings shall be as follows, or as modified by the Board Chair
 - 1. Call to order & roll call
 - 2. Land acknowledgement
 - 3. Adoption/Modification of agenda order
 - 4. Announcements and Board Member Comments
 - 5. Approval of minutes
 - 6. Non-Agenda Public comment
 - 7. Unfinished Business
 - 8. Regular items
 - 9. Proposed agenda items for future meetings
 - 10. Adjournment, no vote to adjourn is necessary

Section 8: Public Comment timeframes

- a. The Board strives to encourage public participation and will maintain compliance with all open meeting laws, such as the Brown Act.
- b. Members of the public will receive 3 minutes each to comment on non-agenda and agenda items. The Chair, in their discretion, may shorten that time, as is reasonable and necessary for meeting management purposes. In person speaker slips should be turned into the Staff Liaison before the agenda item starts.

ARTICLE V - COMMUNITY RELATIONS

Section 1: Community Relations

- a. The Chair is the sole spokesperson for the Board and shall represent the Board in presenting, defending or commenting to anybody, concerning the approved recommendations of the Board. The Chair may designate an alternate as required. Absent such designation by the Chair, no other member of the Board may represent themselves as speaking as an official representative of the Board.
- b. When attending community events, Board members may inform others about their Board seat, but may not, in any official capacity, speak on behalf of the Board or about items on the Board agenda.

ARTICLE VI – ADOPTION AND AMENDMENT OF BYLAWS

- a. These by-laws shall be adopted and may be amended by a two-thirds vote of the Board members present at a meeting where a quorum is present.
- b. These bylaws shall be reviewed annually or as deemed necessary by the Chair.