



BYLAWS

December 2024

I. TITLE AND PURPOSE

- A. This document establishes the Ventura County Management Council bylaws. The Ventura County Management Council's mission is to foster leadership excellence, professional growth, and collaboration among County managers and other unrepresented employees. Through a strong commitment to diversity, equity, and inclusion, the Council provides resources, networking opportunities, and recognition programs that empower members to serve Ventura County effectively.
- B. The Management Council works continually to improve the growth and development of existing and new County managers and other unrepresented employees of the County of Ventura. It does so by encouraging the exchange of information and countywide best practices through a lens of diversity, equity and inclusion by:
 - 1. Providing opportunities for the personal and professional development of County managers.
 - 2. Sharing issues, views, experiences, and other information relating to government thus developing a common understanding and approach with respect to County policies, operations, and procedures.
 - 3. Promoting and celebrating members' successes by publicly acknowledging such at events, awards programs, communications, and other media.
 - 4. Facilitating a positive, public perception of County government by interacting with those we serve and promoting County goals, initiatives and accomplishments and promoting good will through activities that are positive for the community.
 - 5. Striving to provide these opportunities through a lens of diversity, equity, and inclusion in the most accessible ways possible.

II. MEMBERSHIP

- A. Eligible Members: Management Council membership is available to all Ventura County management and non-management employees covered by the Management, Confidential Clerical and Other Unrepresented Employees Resolution. Management Council also accepts management employees under the Air Pollution Control District (APCD) as covered in the APCD Management Resolution and Ventura County Employees' Retirement Association covered under the VEA MOA.
- B. Dues: Dues are \$3.00 per pay period and shall support activities such as training and development, networking functions, member appreciation, and other organizational expenses to carry out Board-approved business.

1. Upon receipt and processing of a membership application, dues shall be collected through voluntary payroll deduction on a bi-weekly basis until such time as member requests that their membership be discontinued.
 2. If a member fails to pay dues or cancels payroll deduction, membership (and any associated benefits) will be discontinued automatically. A member whose dues lapse may be reinstated by submitting a new membership form to resume deductions.
- C. All eligible members are accepted to Management Council. Prospective members can submit their dues form electronically from a County of Ventura email address.
- D. When appropriate, dues-paying members of the Management Council are encouraged to participate in committees and activities sponsored by the Board.
- E. Open Membership Meeting: A minimum of one (1) Open Membership meeting will be offered to the membership each year with reasonable time for members to plan to attend. During this meeting, members may receive updates on the Council's finances, strategic initiatives, and events. Voting on key issues may be conducted if the Board so designates and it will be decided on a case-by-case basis if votes are open to dues-paying and non-dues paying members alike
- F. Recognition, event discounts, and other benefits or membership will be established by the Ventura County Management Council Board of Directors.
- G. Benefits of being a dues paying member include:
1. Dues Paying Member-only events and specialized networking opportunities in addition to activities available to all those eligible.
 2. Discounts for events and activities; non-dues paying members may incur additional cost for participation or attendance.
- H. Dissolution of the Council: Should the Management Council cease to operate, any remaining funds shall be allocated to a County-approved charitable or public purpose consistent with County policies. The County of Ventura's guidelines regarding the distribution of assets will govern this process.

III. **ORGANIZATION**

- A. Board Organization: A Board of Directors shall be formed consisting of a maximum of fifteen (15) members that represent the diversity of the membership and possess the skill sets that can support Board success. The Board commits to developing, nurturing, and sustaining an equitable environment where all County employees and community members thrive. See Attachment A "Board Member Agreement" for more information regarding expectations of Board Members.
- B. Terms of Service: Board Members shall serve for a term of two years; members may hold the position for three consecutive terms. Terms shall be staggered, ensuring that there will not be a completely new board in any given year. The term of office shall start January 1st and end December 31st of the second year. Current members can exceed the three-term limitation if

the term limits are waived by a majority vote of the Board of Directors on a case-by-case basis. Board members may return after two-year hiatus. Every board member serves on one or more committee(s), depending on their interests and abilities and the needs of the Management Council.

- C. Recruitment and Vacancies: Vacancies on the Management Council Board will be filled in the following manner:
1. An announcement regarding Board vacancies will be shared with all eligible members. Those interested in becoming a Board member will respond to the announcement by submitting a Letter of Interest that addresses their qualifications and responds to the general call for applicants.
 2. A Recruitment Subcommittee (consisting of at least three current Board members) will then present a recommended slate to the full Management Council Board at their next meeting to consider and vote on the slate. A simple majority vote by the Board members present is required to confirm an appointment.
- D. Standing Committees: The Board of Directors maintains the following standing committees. Each committee will have a Chair selected by committee members. The Chair is responsible for convening meetings and reporting committee progress to the full Board.
1. **External Committee-** Oversees outward facing activities, such as the planning of events, communications, and recognition.
 2. **Internal Committee-** Oversees internal actions required of the Board of Directors, including membership engagement, training logistics, and website updates.
 3. **Governance Committee -** Oversees the function and duties of the Board of Directors and general operations, including maintaining mandatory business/administrative requirements, bylaws review, Board development, conflict-of-interest issues, and officer nominations. The President, Vice President, Treasurer, and Secretary comprise this committee along with any additional Board members as needed.

Officers and Responsibilities: The following officers comprise the titled positions on the Board of Directors:

4. **President-** Presides over Board meetings, sets meeting agendas in consultation with other officers, and ensures Board initiatives move forward.
5. **Vice President-** Assists the President; presides over meetings in the President's absence; and supports strategic initiatives.
6. **Treasurer-** Oversees financial matters, including dues collection (in coordination with County payroll), budget preparation, and periodic financial reporting to the Board and membership.
7. **Secretary-** Maintains meeting minutes and official records; coordinates dissemination of bylaws amendments and other notices; and collaborates with the External or Internal Committee as needed for communications.

In the event of an officer vacancy, the Board of Directors may appoint a current Board member to serve the remainder of the term. An officer may be removed by a two-thirds vote of the Board if circumstances warrant.

- E. Meetings and Quorum: The Board of Directors shall meet monthly, or as needed, on dates determined by the Board of Directors to discuss agenda items.
1. No business shall take place unless a quorum of seated members of the Board of Directors (50% plus 1) is present.

2. All members of the Board of Directors shall take appropriate and timely action to ensure all management employees are kept informed about the activities of the Board of Directors and the Management Council.

IV. AMENDMENTS

Any member of the Management Council may propose amendments to the bylaws. Prior to adoption, proposed revisions will be sent to the entire membership via e-mail and posted to the Management Council website for a period of 15 days allowing members to comment on the proposed amendments. Members may also submit comments by e-mail to the Management Council email within this 15-day period. Such comments will be considered by the Board.

The bylaws may then be amended by a majority vote of the members of the Board of Directors at any regular meeting following the 15-day comment period. The Board of Directors may, at its discretion, submit amendments to a vote by dues-paying members if it deems such member input necessary.