BYLAWS OF

THE LOS ANGELES CITY HEALTH COMMISSION

ARTICLE I - GENERAL

The name of this commission is the Los Angeles City Health Commission, hereafter referred to as the Commission. The Commission is created within the government of the City of Los Angeles (the "City").

The principal office for the transaction of the business of the Commission (principal executive office) is located at City Hall, 200 N. Spring St. Los Angeles, California 90012. The Commission may change the principal office from one location to another. Any change of this location shall be noted by the City Clerk on these bylaws opposite this section, or this section may be amended to state the new location.

ARTICLE II - PURPOSE AND POWERS

Section 2.01 General Powers

The powers of this Commission shall be exercised by, and the general management of the affairs of this Commission shall be under the control, supervision, and direction of the Commission subject to the limitations of these bylaws, §§8.270 et seq. of the Los Angeles City Administrative Code, and other statutes and ordinances.

Section 2.02 Enumerated Purposes and Powers

The Commission is empowered to and shall:

(1) Encourage one or more Commission members or Commission staff members to attend ~~all~~ meetings, hearings, working sessions, and other events held or conducted by any and all governmental bodies, agencies, or entities of the County of Los Angeles (the "County") that formulate, debate, enact, and/or implement health policies or actions, unless otherwise prohibited by law. The City will request representation by Commission members on all relevant Los Angeles County bodies dealing with health policy where the City is not already represented on that body.

(2) Publish an annual health services plan, setting forth health information, including but not limited to, the health needs of the City, specific goals for improving health in the City, and a strategic plan to achieve those goals. The City Council shall consider and respond to the Commission's annual health services plan in a public meeting to which the Commission members and Commission staff shall be invited.

(3) Prepare and present a report, twice yearly, to the City Council evaluating the City's progress toward meeting its health goals as set forth in the Commission's annual health services plan.

(4) Review, on an annual basis, a representative sample of health services contracts executed by the County which provide health services in the City. The Commission shall report to the City Council whether these contracts maximize: (i) the quality and quantity of health services in the City, (ii) competition in the delivery of health services in the City, including maximizing competitive bidding for health service contracts, and (iii) efficiency and cost effectiveness in the delivery of health services. If the Commission finds that the contracts do not maximize these criteria, it will make recommendations to the City and the County as to how these contracts may be drafted or amended in the future to better fulfill these criteria.

(5) Solicit input from Mayor, City Council Members, City Attorney and City Controller regarding important health challenges facing Los Angeles residents that the Commission might assist with reviewing data information, convening experts and stakeholders and/or formulating recommendations.

ARTICLE Ill - MEMBERSHIP

Section 3.01 General

The members of the Commission shall have no liability for dues or assessments. The rights and privileges of all members shall be equal.

The City Clerk shall maintain as part of the Commission records a current listing of the Commission members and their tenures, committee assignments, addresses and telephone numbers and appointing Council Member.

Section 3.02 Number of Members

The Commission is composed of fifteen (15) members.

Section 3.03 Appointment of Members

Each member of the City Council of the City of Los Angeles (the "City Council") shall appoint one member of the Commission, who shall serve as a Commission member without compensation.

Section 3.04 Term of Office

The term of the members shall be one (1) year, commencing July 1 of the year of appointment and until their successors are duly appointed.

Section 3.05 Vacancies

Vacancies in membership, whether the result of removal or resignation, shall be filled by the appropriate Council members. In all such appointments, the new member shall represent the same constituency as the initial member and be subject to Section 3.05.

Section 3.06 Attendance

The Commission members are expected to attend Commission meetings and other committee meetings to which they have been assigned.

The Commission members will be counted as absent if they are not present at Commission meetings.

The City Clerk will be responsible for recording Commission member attendance.

If a member misses three meetings in a calendar year, the Commission President or his/her designee will contact the member to find out what problems exist and if the member still has an interest in serving on the Commission. If the member misses four meetings in a calendar year, the Commission President may notify the appointing Council office.

Section 3.07 Resignations

Any member of the Commission may resign by notifying the Commission President or the City Clerk in writing.

ARTICLE IV - OFFICERS

Section 4.01 General

The officers of the Commission shall be a President (also known as the Commission President and referred to as such throughout these bylaws), Vice Presidents, ~~a Secretary,~~ and a Treasurer.

The Commission may, from time to time, appoint such other officers with titles, authority and duties as the Commission may designate by amendment to these bylaws.

Section 4.02 Election of Officers

All officers of the Commission shall be elected by the majority of the Commission members present during the Annual meeting in July. The election of the officers of the Commission shall be the first item on the agenda except for the Public Comment at the Annual meeting.

The nominations for the Commission Officers shall be orally made from the floor by the Commission members/officers. The nominations need not be seconded. The incumbent President shall solicit nominations for the office of the President. Upon being elected, the new

President shall solicit nominations for the offices of the Vice Presidents and Treasurer in that order.

In the event of a Commission President vacancy, the First Vice President will assume the position of President if they accept that position and serve until the next annual meeting. In the event of a First Vice President vacancy the second Vice President will assume the role of the First Vice President. In the event of other Commission officer vacancies, the same procedure of oral nomination from the floor and majority vote shall be employed to elect replacements from among the Commission members.

All Commission officers shall serve at the pleasure of the Commission.

Section 4.03 Terms of Office

Each officer shall serve for a period of one year or until a successor is elected or appointed. Officers are eligible for re-election.

Section 4.04 President

The Commission President, as the Chief Executive Officer of the Commission, shall in general supervise and control all business affairs of the Commission. The Commission President shall preside at all meetings of the Commission and advise the officers and the Commission on matters of general policy, and perform such other duties as may be assigned to him/her from time to time by the Commission.

The Commission President shall provide leadership to the Commission and pursue opportunities to develop a broad community-wide base of voluntary support and cooperation dedicated to meeting the objectives of the Commission.

Section 4.05 Vice Presidents

The Commission Vice Presidents shall assume the role of the Commission President in the event of his/her absence.

Section 4.06 Treasurer

The Commission Treasurer, as the Chief Financial Officer, shall be responsible for reporting on financial matters of the City Health Commission and other related duties that may be assigned.

Section 4.07 Resignation of Officers

Any officer may resign his/her office at any time by giving written notice to the Commission President or City Clerk. Any resignation shall take effect at the date of the receipt of that notice or at any later time specified in that notice; and unless otherwise specified in that notice, the acceptance of the resignation shall not be necessary to make it effective. Any resignation is

without prejudice to the rights, if any of the Commission under any contract to which the Officer is a party.

Section 4.08 Removal of Officers

Commission members at any regular meeting or special meetings of the Commission may remove any officer, with or without cause, upon a majority vote of the quorum then present.

Section 4.09 Compensation and Expenses

Officers shall serve without salary and, by resolution of the Commission, may be paid or reimbursed for expenses arising out of their services as officers.

ARTICLE V - COMMITTEES

Section 5.01 General Powers and Limitations

The Commission shall have the power at any time to create, change the size of membership of, and discharge any ad hoc committee. No ad hoc committee shall consist of more than Seven (7) members. All ad hoc committees are authorized only to make recommendations for final decision or action by the Commission.

These special committees may include non-Commission members as non-voting participants. The Commission President will clearly charge any Ad Hoc Committee with the scope and time frame of their work.

ARTICLE VI - VOTING

Section 6.01 General
Each Commission member shall be entitled to one (1) vote.

Section 6.02 Quorum
For the conduct of all business, a quorum of the Commission or its Ad Hoc Committees shall be the majority of their respective filled seats.

Section 6.03 Conflict of Interest

No member shall vote on, participate directly or indirectly in the consideration of, or in any way attempt to influence other members on any matter directly bearing on services to be provided by that member or any organization, which the member directly represents or any matter, which would financially benefit the member, or any organization the member represents. In the event such a potential conflict of interest does arise, the member shall be required to disclose such interest, which shall be recorded in the official records (minutes) prior to the vote.

ARTICLE VII - MEETINGS

Section 7.01 General

All Commission meetings will be open to the public according to the provisions of the Brown Act (CA Gov't Code 54950 et seq). Agenda for meetings shall provide an opportunity for members of the public to directly address the Commission on any item of interest to the public, before or during the Commission's consideration of the item, that is within the subject matter jurisdiction of the corporation. No action shall be taken on any item not appearing on the agenda unless the action is otherwise authorized by the Brown Act to be acted upon without having appeared on the posted agenda. The Commission shall adopt rules annually governing the procedure and manner for receipt of public comments.

Minutes will be taken of all Commission meetings, distributed to all members, and made available to the public for review and reproduction.

Section 7.02 Regular Meetings

Regular meetings of the Commission will be held on the second Monday at 6:00 PM at Los Angeles Council Chambers unless the Commission President designates otherwise. All meetings will adhere to the guidelines of the Brown Act.

Section 7.03 Annual Meetings

The regular meeting of the Commission in July of each year shall be known as the Annual Meeting and held for the purpose of electing officers of the Commission, and for the transaction of such other business as may come before the meeting. The Commission Treasurer shall present an Annual Financial Report at the Annual Meeting.

Section 7.04 Special Meetings

Special meetings of the Commission may be called by the Commission President or any five (5) members of the Commission, provided the notice of the meeting is posted in accordance with the Brown Act and notification is given 24 hours prior to the meeting. The purpose of the meeting must be specified by the meeting agenda.

Section 7.05 Advance Meeting Notice

Advance notice of the time, date, place and general purpose of all Commission meetings shall be given to each member and to any other interested party who in writing has requested such advance notices in accordance with the Brown Act. The Commission Record of Members and the mailing list of other interested parties shall be maintained and used by the City Clerk for such notices.

Notices for regular and special meetings shall be effectuated in accordance with the requirements of the Brown Act, California Government Code §54940 et seq.

Section 7.06 Adjournment

A majority of the members present, whether or not constituting a quorum, may adjourn any meeting to another time and place. Notice of the time and place of holding an adjourned meeting need not be given, unless the meeting is adjourned for more than 24 hours, in which case advance notice of the time and place shall be posted and personally given to the members who were not present at the time of the adjournment.

ARTICLE VIII - AMENDMENTS

These bylaws of the Commission may be altered, amended or repealed and new bylaws adopted by the vote of majority of the voting members then holding office at any meeting, after notice that such action is a purpose of the meeting.

ARTICLE IX - GENERAL PROVISIONS

Section 9.01 Parliamentary Procedures

When parliamentary procedures are not covered by the bylaws, Robert's Rules of Order Newly Revised, shall prevail.

Section 9.02 Precedence

Nothing in these bylaws shall be construed to take precedence over federal laws or regulations, California laws or regulations, or local laws or regulations.

Section 9 .03 Insurance and Other Indemnification

The Commission shall have the power to (1) purchase and maintain, at the Commission's expense, insurance on behalf of the Commission and on behalf of others to the extent that power to do so has been or may be granted by statute, and (2) give other indemnification to the extend not prohibited by statute.

CERTIFICATION OF CHAIR

I, the undersigned, certify that I am the presently elected President of the Los Angeles City Health Commission, and the above bylaws, consisting of 8 pages, are the bylaws of this Commission as adopted at a meeting of _____.

_____

Susie Shannon, President
Los Angeles City Health Commission