

San Francisco Small Business Commission

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RULES OF ORDER
Date Amended: 8/28/2023

Article I

Identification

Section 1: Name

The San Francisco Small Business Commission (“Commission”).

Section 2. Purpose

The Small Business Commission was established by a mandate of the voters, which amended the Charter of the City and County of San Francisco by adding Section 4.134 establishing a Small Business Commission. San Francisco Administrative Code Section 2A.240 further enumerates the powers and duties of the Commission.

The Small Business Commission will conduct its business with the following purposes, and *shall*:

Formulate and evaluate goals, objectives, plans and programs and set policies for the City regarding small businesses, consistent with any overall objectives established by the Mayor and the Board of Supervisors through the adoption of legislation, in order to promote the economic health of the small business community in San Francisco, its employees, and its customers.

Review all legislation affecting small businesses and make recommendations to the Board of Supervisors.

Review rules and regulations adopted by City departments that affect small businesses and recommend modifications that would promote the health of small businesses.

Develop and keep current an Annual Statement of Purpose outlining its areas of jurisdiction, authorities, purpose and goals, subject to review and approval by the Mayor and the Board of Supervisors.

Recommend to the Mayor for submission to the Board of Supervisors rates, fees and similar charges with respect to appropriate items coming within its jurisdiction.

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Prepare and recommend to the Mayor an annual budget for the Commission's activities.

Oversee grants and programs concerning and benefiting small businesses and neighborhood business districts.

Declare one month out of the year Small Business Month.

Establish an application and selection process to provide recognition during at least one public event during Small Business Month to outstanding local small businesses that contribute to the vitality of San Francisco. Solicitation for honorees shall come from the Mayor, individual members of the Board of Supervisors, individual members of the Commission, and the general public.

Collect and analyze information about the small business economy in San Francisco, as well as conduct investigations under its power of inquiry into any aspect of governmental operations affecting small businesses, including holding hearings and taking testimony, and make recommendations to the Mayor or the Board of Supervisors.

Exercise such other powers and duties as shall be prescribed by the San Francisco Board of Supervisors.

Furthermore, the Small Business Commission *may*:

Retain temporary council for specific purposes, subject to the consent of the Mayor and the City Attorney. Temporary council will be provided by the City Attorney as needed.

Adopt such rules and regulations consistent with this Charter and ordinances of the City and County as are necessary for the conduct of its business. No rule or regulation shall be adopted, amended or repealed, without a public hearing. At least 10 days public notice shall be given for such public hearing. All such rules and regulations shall be available for public review and comment for 10 days before they are finally adopted by the Commission.

Article II

Officers

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Section 1: Officers

The Officers of the Commission shall be a President and a Vice President, comprised of two separate individuals, and elected from among current members of the Commission. The Officers shall serve at the pleasure of the Commission.

Section 2: Term of Office

The term of office of President and Vice President shall be one year.

Section 3: Election of Officers

An Election of Officers shall be conducted at the second regular meeting of the Commission in January of each year. Newly elected Officers shall assume their offices upon adjournment of the meeting where elected.

In the event the President is unable to complete his or her term of office, the Vice President will serve as President until the next regular meeting. At the next regular meeting, the Commission shall conduct an election for President to fill the vacancy for the balance of the unexpired term. In the event the Vice President is elected as President, there shall be an election for a new Vice President at that meeting. If the position of Vice President is vacated before the expiration of a term, it shall remain vacant until the next regularly scheduled meeting, at which time an election shall be held to fill the vacancy for the balance of the unexpired term.

Procedures for the Election of Officers are incorporated as Appendix A.

Section 4. Duties of the President

The President shall preside at all meetings of the Commission. The President, working with the Commission members and the Office of Small Business staff, shall oversee the preparation and distribution of the agenda for all Commission meetings. The President shall appoint the chairs of any committees established by the Commission, and shall select committee members as provided in Article V. The President shall conduct an annual review of the Director and staff.

Section 5. Duties of the Vice President

In the absence of the President, the Vice President shall execute the duties of the President.

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Section 6. Parental Leave Policy

Parental Leave Policy. Administrative Code Chapter 67B authorizes members of the Small Business Commission to take parental leave in certain circumstances. The terms of the parental leave policy are set forth in Administrative Code Section 67B.1. That section is incorporated by reference into these bylaws. The Commission Secretary shall provide a copy of Section 67B.1 to each member of the Small Business Commission when the member assumes office. Any member who intends to take parental leave under this policy must inform the Commission Secretary and the Commission President of the Small Business Commission in writing. To the extent feasible, the member's written notice shall state the beginning and end dates of the leave and whether the member intends to participate in Small Business Commission meetings remotely during the leave. The notice is not binding on the member and does not limit the member's rights under the parental leave policy, but rather is intended to aid the Commission Secretary and the Commission President in planning the work and the meetings of the Small Business Commission while the member is on parental leave.

Article III

Meetings

Section 1. Regular Meetings

Regular meetings of the Commission shall be held ~~monthly in on the second Monday and the fourth Monday of each month at 4:30 p.m. at~~ City Hall, ~~Room 400,~~ 1 Dr. Carlton B. Goodlett Place, San Francisco, California.

Section 2. Special Meetings

The President or a majority of the members of the Commission may call special meetings.

Section 3. Notice of Meetings

Agendas of all regular meetings and notices and agendas of all special meetings shall be posted at the meeting site, the San Francisco Main Library and on the Commission's website. Agendas and notices shall be provided to each Commissioner. ~~and any person who files a written request for such notice with the Commission and shall be available at the Office of Small Business upon request.~~

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Section 4. Cancellation of Meetings

The President may cancel a meeting if he or she is aware that a quorum of the Commission will not be present, or if the meeting date conflicts with a holiday or other responsibilities of the Commissioners. Notices of cancellations shall be posted at the meeting site, the San Francisco Main Library and on the Commission's website. ~~If time permits, notices of meeting cancellations shall be mailed or faxed to all members of the public who have requested, in writing, to receive notices and agendas of Commission meetings and shall be available at the Office of Small Business upon request.~~

Section 5. Conduct of Meetings

All Commission meetings shall be held in compliance with all applicable laws, including, but not limited to, the Ralph M. Brown Act (Government Code Section 54950), the San Francisco Charter, the San Francisco Sunshine Ordinance (San Francisco Administrative Code Chapter 67), the Small Business Commission Ordinance (Sections 4.134) and the Commission's Rules of Order. Except where state or local laws or other rules provide required procedure, meetings shall be governed by Robert's Rules of Order.

When a member of the Commission desires to address the Commission, he or she shall seek recognition by addressing the presiding officer, and when recognized, shall proceed to speak. The member shall confine his or her remarks to the question before the Commission. No discussion shall take place until a calendared item has been introduced. No action shall be taken until a resolution or motion has been moved and seconded.

The presiding officer may reorder the agenda during a meeting to most efficiently accomplish the Commission's business.

Section 6. Setting Agendas

The agenda for meetings shall be prepared by Commission staff at the direction of the President and the Executive Director. The President shall cause to be placed on the agenda any item requested by a member of the Commission provided that it is received not less than seven business days prior to a regularly scheduled meeting. Each regular meeting agenda shall contain an item during which Commissioners may request items for the Commission to consider at future meetings.

Section 7. Action at a Meeting: Quorum and Required Vote

The presence of a majority (four Commissioners) of the full Commission (seven Commissioners) shall constitute a quorum for all purposes. The affirmative vote of a majority of the members (four votes) shall be required for the approval of any matter.

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Section 8. Voting and Abstention

Each member present at a Commission or Committee hearing shall vote “yes” or “no” when a question is put, unless the member is excused from voting on a matter by a motion adopted by a majority of the members present or the member has a conflict of interest that legally precludes participation in the vote. Whether a Commissioner has a conflict of interest which precludes participation in a vote shall be determined by the individual member in consultation with the City Attorney’s Office.

The Commission shall take action on items on the agenda by roll call vote, voice vote or by a show of hands, except that where a voice vote is not unanimous, a roll call vote shall instead be taken before a vote shall be considered finally recorded.

The Minutes shall reflect how each Commissioner voted on each item.

Section 9. Public Comment

The Commission and all committees of the Commission shall hold meetings open to the public in full compliance with state and local laws. The Commission encourages the participation of interested persons. The President may limit time permitted for public comment consistent with state and local laws. Each person wishing to speak on an item before the Commission at a regular or special meeting shall be permitted to be heard once for up to three minutes, unless otherwise dictated in the President’s discretion. For regular meetings each agenda shall provide an opportunity for members of the public to directly address the Commission on items of interest to the public that are within the Commission’s jurisdiction.

Section 10. Attendance at Meetings

Unless excused, all members of the Commission shall be in attendance at the hour appointed for each regular meeting and special meeting of the Commission. A minimum of 72 hours prior notification of absence to the Director or Secretary of the Commission constitutes an excused absence. Absences in cases of illness, death in family, or planned vacation may be excused without 72-hours prior notification.

If a Commissioner accrues three or more unexcused absences from regularly scheduled Commission meetings in a calendar year, the Commission President shall notify the Commission, the Mayor, and the Clerk of the Rules Committee of the Board of Supervisors of the Commissioner’s lack of attendance. At the end of each fiscal year, the Commission President or Secretary shall submit a written report to the appointing authorities of the Commission’s membership detailing each member’s attendance at all meetings of the Commission for that fiscal year.

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Section 11. Call to Order and Roll Call

The President or Vice President shall preside at all meetings, and shall call each regular, adjourned, recessed or special meeting to order at the appointed hour. Immediately after the call to order, the commission secretary shall call the roll of the Commission and record those present and those absent, and shall enter into the minutes the names of those Commissioners present and absent at the first roll call as well as the names and time of appearance of those Commissioners who arrive subsequent to the first roll call.

11.1 Acknowledgement of the Ramaytush Ohlone Community

Following the Call to Order and Roll Call, the President or other delegated Commissioner shall read the following statement:

The San Francisco Small Business Commission and Office of Small Business staff acknowledges that we are on the unceded ancestral homeland of the Ramaytush (rah-my- toosh) Ohlone who are the original inhabitants of the San Francisco Peninsula. As the indigenous stewards of this land, and in accordance with their traditions, the Ramaytush Ohlone have never ceded, lost, nor forgotten their responsibilities as the caretakers of this place, as well as for all peoples who reside in their traditional territory. As guests, we recognize that we benefit from living and working on their traditional homeland. We wish to pay our respects by acknowledging the Ancestors, Elders, and Relatives of the Ramaytush Ohlone community and by affirming their sovereign rights as First Peoples. *(Added by Resolution 003-2021-SBC, approved on 4/26/2021)*

Article IV

Maintenance of Commission Records

Section 1. Meeting Minutes

Minutes shall be taken at every regular and special Commission meeting. Minutes shall be approved by a majority vote of the Commission. All closed sessions shall be recorded.

Section 2. Public Review File

The Commission shall maintain a public review file in compliance with the San Francisco Sunshine Ordinance. (See S.F. Administrative Code Section 67.23).

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Article V

Committees

Section 1. Special Committees

The Commission may form, by a majority vote of its members, special committees (“ad hoc” committees) for a limited duration and for a specific purpose. Special committees shall cease to exist after completion of a designated task. Special committees may be composed of members of the Commission and/or the public.

The President shall designate a Commissioner to serve as chair of any special committee. The Chair shall work with the Director to accomplish said task. Unless the Commission specifies otherwise, the President is empowered to appoint members to special committees.

Special committees formed by the Commission may be abolished upon a vote by a majority of the members of the Commission.

Section 2. Standing Committees

The Commission may form, by a majority vote of its members, standing committees to advise the Commission on its on-going functions. Standing committees shall be composed of members of the Commission. The terms of members of standing committees shall be one year from appointment.

The President shall designate a Commissioner to serve as chair of any standing committee and shall also appoint its members.

The standing committees formed by the Commission may be abolished upon approval by a majority of the Commission.

Article VI

Amendment of Rules of Order

Section 1. Amendment of Rules of Order

The Rules of Order of the Commission may be amended by a vote of a majority of the members of the Commission after presentation of the proposed amendments as a scheduled

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agenda item at a meeting of the Commission. The Commission shall give 10 days notice before considering any amendments.

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Appendix A

Procedures for the Election of Officers

The Commission shall vote to elect a Commission President and Vice President under separate agenda items.

For each office, the commission secretary will call for nominations. Nominations require a second to be considered. Nominees will then be provided an opportunity to make a statement, in the order in which they were nominated. After nominee statements, other commissioners will be provided a chance to comment.

Following nominee and commissioner statements, the commission secretary will open public comment. Once public comment has been closed, the commission secretary will conduct a roll call vote on each nomination in the order each nomination was made. Commissioners shall vote in favor of only one nominee for each office during each round of voting. A Commissioner’s initial vote in favor of a candidate shall be recorded once cast, and may not be revoked or otherwise changed.

The first nominee to receive four votes for each respective office during a round of voting shall be deemed elected. If no nominee receives four votes, nominations will be reopened and the process will be repeated. If no nominee has received four votes in favor, after not less than three rounds of nominations and voting, the commission secretary may continue the election to the Commission’s next regular meeting for the office(s) for which an inconclusive election has been held.

The commission secretary shall record voting using a table similar to that below:

Round	Nominee	Nominator	Seconder	Roll Call
				_____ Aye / Nay _____ Aye / Nay _____ Aye / Nay _____ Aye / Nay _____ Aye / Nay _____ Aye / Nay _____ Aye / Nay _____ Aye / Nay Result: Ayes ___ / Nays ___
				_____ Aye / Nay _____ Aye / Nay _____ Aye / Nay _____ Aye / Nay _____ Aye / Nay _____ Aye / Nay _____ Aye / Nay _____ Aye / Nay Result: Ayes ___ / Nays ___