

RESOLUTION NO. 2012-001

**A RESOLUTION OF THE DEFERRED COMPENSATION
ADVISORY COMMITTEE SETTING FORTH AN AMENDMENT TO
THE RULES OF ORDER PERTAINING TO MEETING TIME.**

WHEREAS, Chapters 3.48 and 3.50 of Title 3 of the San Jose Municipal Code provide that the City of San José Deferred Compensation Plan and the PTC 457 Plan shall be administered by the Deferred Compensation Advisory Committee ("Committee"); and

WHEREAS, the Committee desires to update and set forth the Rules of Order ("Rules") for the operation of the Committee;

**NOW THEREFORE, BE IT RESOLVED BY THE DEFERRED
COMPENSATION ADVISORY COMMITTEE:**

The Committee hereby adopts the following Rules of Order as amended:

**RULES OF ORDER OF THE
DEFERRED COMPENSATION ADVISORY COMMITTEE
OF THE CITY OF SAN JOSE**

DEFERRED COMPENSATION PLAN AND THE PTC 457 PLAN

ARTICLE 1
THE COMMITTEE

Section 100. Name of the Committee.

The official body referred to in these Rules of Order shall be known and referred to as the "Deferred Compensation Advisory Committee" or, in the alternative, the "Committee."

Section 101. Office of the Committee.

The official office and mailing address of the Committee shall be:

Deferred Compensation Advisory Committee
Department of Human Resources
City Hall Wing, Second Floor
200 East Santa Clara Street
San José, CA 95113

Section 102. Meeting Place of the Committee.

Except as otherwise may be provided by the Committee from time to time, the regular meeting place of the Committee shall be in the San José City Hall located at 200 East Santa Clara Street, San José, California.

Section 103. Number of Members.

The number of members of the Committee, their qualifications, and their appointment and terms of office shall be as set by Resolution of the City Council.

Section 104. Excused Absences and Vacancies in Office.

Excused Absences:

The absence of a member of the Committee from a regular meeting of the Committee shall be deemed excused if the absence occurs because of any of the following reasons, provided that the member listens to the audio recording of the meeting prior to the commencement of the next regular or special meeting and certifies in writing that he or she has listened to the audio recording:

- (a) Absence due to an injury or illness of the member or injury or illness of the member's immediate family member as defined by the member's Memoranda of Agreement (MOA) or Benefit & Compensation Summary for Management/Professional Employees.
- (b) Absence due to the death of a relative as defined by the member's Memoranda of Agreement (MOA) or Benefit & Compensation Summary for Management/Professional Employees.
- (c) Absence due to performance of required City business.
- (d) Absence due to performance of authorized Committee business.
- (e) Absence due to jury duty or required court appearance.
- (f) Absence for a reason for which the Committee finds there exists good cause.

Vacancies:

Vacancies in the office of a member of the Committee shall occur upon such member's absence from any two (2) consecutive regular meetings other than adjourned regular meetings of the Committee, unless excused by the Committee, or upon the happening before the expiration of his or her term of office of any of the following events:

- (a) The death of the member.
- (b) Insanity of the member, when determined by a final judgment or final order of a court of competent jurisdiction.
- (c) Resignation of the member.
- (d) The member ceases to discharge the duties of his or her office for a period of two (2) consecutive meetings except when prevented by sickness or when absent from the State upon City or Committee business or with the consent of the Committee.
- (e) The member being convicted of a felony or of any offense involving a violation of his or her official duties.
- (f) The refusal or neglect of the member to file his or her official oath or bond, if such is required by law, within the time prescribed by law.
- (g) The decision of a competent tribunal declaring void the member's appointment.
- (h) The making of an order vacating the member's office or declaring his or her office vacant when he or she fails to furnish an additional or supplemental bond if such is required by law.
- (i) The commitment of the member to a hospital or sanitarium, by a court of competent jurisdiction, as a drug addict, dipsomaniac, inebriate, or stimulant addict; but in such event the office shall not be deemed vacant until the order of commitment has become final.

ARTICLE II **OFFICERS**

Section 200. Enumeration of Officers.

The officers of the Committee shall be a Chair, a Vice-Chair and a Secretary.

Section 201. Election of Officers.

The Chair and Vice-Chair of the Committee shall be elected by the members of the Committee.

Section 202. Term of Office of Chair and Vice-Chair.

The term of office of the Chair and Vice-Chair of the Committee shall be one (1) year, from the first day of April to the last day of the following March. The office of Chair and Vice-Chair shall be voted upon annually by the Committee prior to the expiration of the incumbents' term. In the

event of a vacancy or removal of the Chair or Vice-Chair prior to the expiration of the term of office, the successor shall be elected for the unexpired period of the term for which the preceding Chair or Vice-Chair had been designated.

Section 203. Qualifications of Chair.

The Chair of the Committee shall be one of the members of the Committee.

Section 204. Powers and Duties of Chair.

The Chair shall have the following powers and duties:

- (a) Preside at all meetings of the Committee, and at all hearings conducted by the Committee.
- (b) Perform such other duties as may be required either by the City Council or by resolution or order of the Committee.

Section 205. Qualifications of Vice-Chair.

The Vice-Chair of the Committee shall be one of the members of the Committee.

Section 206. Powers and Duties of Vice-Chair.

The Vice-Chair shall have the following powers and duties:

- (a) All powers and duties of the Chair in the event of the absence or disability of the Chair.
- (b) Perform such other duties as may be required either by the City Council or by resolution or order of the Committee.

Section 207. Chair Pro Tempore.

In the event of the absence or disability of the Chair and Vice-Chair, at any meeting or hearing of the Committee, the Committee shall elect one of its members as Chair Pro Tempore to preside over such meeting or hearing.

Section 208. Secretary.

The Secretary of the Committee shall be the Director of the Department of Human Resources, City of San Jose, or authorized representative.

Section 209. Powers and Duties of Secretary.

The Secretary (or authorized representatives or deputies) shall have the following powers and duties:

- (a) Attend all meetings and hearings of the Committee, and keep a record or minutes of all that transpires at such meetings or hearings.
- (b) Attend all meetings of standing subcommittees, and keep a record or minutes of all that transpires at such meetings.
- (c) Keep and have custody of all books, records and papers of the Committee, and certify true copies thereof whenever necessary.
- (d) Do all other things required by resolution or order of the Committee consistent with the Charter and ordinances of the City of San Jose.

ARTICLE III **MEETINGS**

Section 300. Regular Meetings.

Regular meetings of the Committee shall be held quarterly during the calendar year (March, June, September, and December) without official notice at 9:00 a.m. on the third Monday of the month, unless the meeting is publicly posted to begin at a different time. If the scheduled time for a regular meeting should fall on a City holiday, the regular meeting shall take place on the next succeeding business day; provided, that the Committee may, at a preceding regular meeting specify some other time and date.

Agendas for regular meetings shall be posted in a location that is freely accessible to the public as determined by the Office of the City Clerk at least seven (7) days before each regular meeting. The Secretary shall cause the agenda to be posted.

Section 301. Special Meetings.

Special meetings of the Committee may be called at any time by the Chair, or by a majority of Committee members, whenever in their opinion the business of the Committee requires it.

The notice of a special meeting shall specify the time, place, and the business to be conducted or transacted at the meeting. No other business shall be considered at the special meeting. The notice shall be filed with the Secretary at the address specified in Section 101 above.

The agenda for the special meeting may serve as notice for the purposes of this section. If, during a Committee meeting, the Chair or a majority of Committee members direct the Secretary to schedule a special meeting

and set a time and place for the special meeting, the minutes from the meeting in which the decision was made shall serve as notice of the special meeting for the purposes of this section.

The Secretary shall cause a copy of the notice to be served upon each member of the Committee by personal delivery, U.S. Mail, or e-mail. Each member shall, for mailing purposes, file his or her name, address, and e-mail address with the Secretary.

Written notice of a special meeting shall also be mailed, personally delivered, or e-mailed to each local newspaper of general circulation, radio or television station requesting notice in writing.

Agendas for special meetings shall be posted in a location that is freely accessible to the public as determined by the Office of the City Clerk at least four (4) days before the time of the meeting specified in the notice, unless two-thirds of the members determine that an issue must be resolved in less than four (4) days, then no less than twenty-four (24) hours. The Secretary shall cause the agenda to be posted.

Section 302. Quorum.

A quorum to do business shall consist of four (4) members of the Committee, but a lesser number may constitute a quorum for the purpose of adjourning a meeting or adjourning a meeting to a stated time. In the absence of all the members of the Committee from any meeting the Secretary of the Committee may adjourn the meeting or adjourn the meeting to a stated time.

Section 303. Procedure.

Except as otherwise provided by the Committee, the procedure to be followed by the Committee at its meetings shall be that set forth in Robert's Rules of Order. The Committee may act by resolution or motion, but an affirmative vote of at least four (4) members shall be necessary for all decisions of the Committee except that an affirmative vote of a majority of those members in attendance shall be necessary in matters of a routine administrative nature and in matters of adjournment. Matters of a routine administrative nature do not include amendment of these Rules of Order, adoption of Committee policies, or matters requiring the expenditure or disbursement of funds.

Section 304. Ayes and Noes.

All voting by Committee members shall be by "ayes" and "noes", and shall be entered by the Secretary in the record of the Committee proceedings. Upon request of any member of the Committee, a roll call vote shall be

taken on any matter upon which a vote is called, and shall be recorded by the Secretary in the record of the Committee's proceedings.

Section 305. Order of Business.

At Committee meetings, the regular order of business shall be conducted in accordance with the agenda prepared for the meeting. The Committee may rearrange the order of the items or matters listed on each meeting's agenda at any meeting.

Section 306. Matters for Agenda.

Notification of matters to be presented to the Committee at regular meetings shall be given or delivered to the Secretary at least ten (10) business days in advance of the Committee meeting, and notification of matters to be presented to the Committee at special meeting shall be given or delivered to the Secretary at least seven (7) business days in advance of the special Committee meeting.

Agendas shall be posted in advance of meetings as set forth in Sections 300 and 301 above.

Items may be listed on the agenda to be heard at a certain time during the meeting. Such listing shall mean that the item shall be heard as soon as reasonably possible after the specified time.

Section 307. Public Discussion on Agendized Items.

Upon calling the meeting to order and before any motion is adopted relating to the merits of the matter to be heard, the Chair shall inquire if there are any persons present who desire to speak on the matter which is to be heard or to present evidence respecting the matter. Upon being recognized by the Chair, such person may speak or present evidence relevant to the matter being heard.

No person shall be denied the right to speak because he or she declines to disclose his or her name, address or telephone number. However, no person shall be permitted to speak or present evidence until he or she is recognized by the Chair and given permission by the Chair to present evidence or to speak. Members of the Committee who wish to ask questions of the people or of each other, or who wish to discuss the subject matter of the hearing during the course of the hearing, may do so, but only after being recognized by the Chair.

Time limits for oral petition shall be five (5) minutes for an individual and ten (10) minutes for a group. However, the Chair, in his or her discretion, may extend such time as he or she may find reasonable under the circumstances or may further limit the time if the time anticipated to complete the agenda is unusually long.

Section 308. Matters Not On Agenda.

If a person or group of persons wishes to present to the Committee at a Committee meeting a written or oral petition or communication which has not been placed on the Committee agenda pursuant to Section 306 above, such will be permitted at the time the Committee takes up "Public Comment" or "Open Forum," as shown on the agenda. Any person or group of persons desiring to speak to the Committee respecting the subject matter of such petition or communication will be permitted to do so personally or through authorized representatives. No person shall be permitted to speak unless he or she is recognized by the Chair and given permission by the Chair to speak. No person shall be denied the right to speak because he or she declines to disclose his or her name, address or telephone number

Time limits for oral petition shall be five (5) minutes for an individual and ten (10) minutes for a group. However, the Chair, in his or her discretion, may extend such time as he or she may find reasonable under the circumstances or may further limit the time if the time anticipated to complete to agenda is unusually long.

Section 309. Agenda Definition.

For the purposes of these Rules of Order, "agenda" means agenda of the meeting and any other documents that have been or are intended to be distributed to the Committee in connection with a matter anticipated for discussion or consideration at the meeting. The agenda need not include any material exempt from public disclosure.

310. Meeting Minutes.

The Secretary shall cause minutes of all Committee meetings to be posted at the Office of the City Clerk within ten (10) days of the meeting. Minutes may be posted in draft form pending final approval of the minutes by the Committee.

ARTICLE IV
SUBCOMMITTEES

Section 400. Subcommittees.

The Committee shall have the power to create one or more subcommittees from time to time which subcommittees shall serve at the pleasure of the Committee. The members of the subcommittees shall be appointed by the Chair with the approval of the Committee.

Section 401. Standing Subcommittees.

The Committee shall have the power to create one or more standing subcommittees in order to assist the Committee in its decision-making related to the administration, interpretation and application of the plans and trust by performing such functions as conducting research, developing reports, making recommendations or providing other assistance as determined by the Committee.

The Secretary to the Committee shall post the agenda for any standing subcommittee meeting in accordance with Rule 300 above.

Section 402. Quorum for Subcommittees.

A quorum to conduct subcommittee business shall consist of two (2) members, but a lesser number may constitute a quorum for the purpose of adjourning a meeting or adjourning a meeting to a stated time. In any case in which a subcommittee takes action on any matter with only two members present, the subcommittee's report to the Committee shall reflect the number of members actually voting.

Section 403. Officers.

Each subcommittee shall have a Chair and Vice-Chair, and such other officers as may be required who shall be selected by, and serve at the pleasure of, the subcommittee. Such officers shall have such powers and duties as the subcommittee may from time to time determine.

Section 404. Ad Hoc Subcommittees.

The Chair of the Committee shall have the power, with the approval of the Committee, to appoint such ad hoc subcommittees as are necessary for the purpose of furthering the objectives of the Committee.

Section 405. Attendance.

Each member of a subcommittee shall attend meetings of the subcommittee as scheduled. If a member of a subcommittee fails to attend two (2) consecutive meetings, the member may be replaced by appointment of a replacement member by the Chair of the Committee with

the approval of the Committee, or, in the case of absence from two consecutive meetings of an ad hoc subcommittee, the replacement member may be appointed by the Chair.

As adopted January 23, 2003, amended February 23, 2006 (Sections 101, 102 and 202), amended April 22, 2010 (Sections 101, 208, 300, 301, 305, 306, 309, 310 and 401), June 24, 2010 (Section 104), February 24, 2011 (Section 300), and February 23, 2012 (Sections 104 and 300).

ADOPTED the 23rd day of February, 2012, by the following vote:

AYES: Pascal Roubineau, Donna Busse, Julia Cooper, Daniel Earl

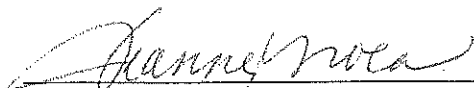
NOES: None

ABSENT: Sean Kaldor



CHAIR or VICE CHAIR
Deferred Compensation Advisory
Committee

ATTEST:



SECRETARY or Secretary's Representative