

**California Arts Council
Bylaws
Adopted January 30, 2019**



DEFINITION OF TERMS

"Council" is defined as 11 member body of appointees.

"Agency" is defined as California Arts Council staff.

CALIFORNIA ARTS COUNCIL

The California Arts Council exists under California General Government Code, Chapter 9. Article 8750-8756.

COUNCIL MEMBERS

Nine Council Members are appointed by the Governor, one by the Senate President pro Tempore and one by the Assembly Speaker.

Five of the eleven members shall hold office for four years, four shall hold office for three years, and two shall hold office for two years.

Gubernatorial appointees require Senate confirmation.

The Council Members will perform the following duties:

- Represent the people of the entire state of California.
- Encourage artistic awareness, participation and expression among the people throughout California, acting as delegates of all geographic areas, particular arts disciplines, institutions, and specific interest groups.
- Establish general policy within the framework of policy established by the Legislature and the Governor; and in accordance with state and federal laws and regulations.
- Approve local assistance funding allocations.
- Advise the Governor and the Legislature on matters of council policy, in consultation with the Director.
- Review its policies and programs on a regular basis.
- Possess sound judgment, as demonstrated by the management of their own affairs.
- Attend regularly scheduled and special meetings of the Council and, upon request of the Chair, other meetings, events, forums, seminars and the like, that further Council objectives.
- Actively acquaint themselves with the arts in California to the greatest extent possible; provided, however that this responsibility shall not obligate the agency to incur any specific expense.
- Inform the Chair and the Director of any activities wherein they act in an official capacity representing the Council. This

applies to any written correspondence, which shall be forwarded to the Chair and Director.

- Abide by the conflict of interest policy and code of responsibility.

THE CHAIR

The following applies to the Chair of the California Arts Council:

- Elected by the Council in December and begins their term in January.
- Serves as the spokesperson on policy matters for the Council.
- Presides at Council meetings and activities.
- Works in partnership with the Vice Chair, Director, and fellow Council Members.
- Serves, in partnership with the Director, as liaison to other agencies and organizations.
- Establishes and maintains effective working relationships with the Governor and staff, Senate President pro Tempore, Assembly Speaker, and other stakeholders.
- May recommend potential Council members to the Governor and/or the Speaker and President pro Tempore.
- Notifies members of the Council about issues of major concern to the agency.
- Must obtain authorization of the Council as a whole, before committing the Council to any action.

THE VICE CHAIR

The following applies to the Vice Chair of the Council:

- Elected by Council in December and begins their term in January.
- Carries out the duties of the Chair with the powers and duties prescribed by these Bylaws, when the Chair is absent.

THE DIRECTOR

The following applies to the Director of the Agency:

- Appointed by, serves at the pleasure of, and reports to the Cabinet Secretary (or designee) in the Governor's office.
- Works in cooperation with the Chair of the Council.
- Working with the Deputy Director, is responsible for the management and administration of the agency staff and the implementation of Council policy.
- Working with the Deputy Director, the Director of Legislative Affairs, and the Director of Public Affairs, establishes and maintains continuing liaison with the Governor, Legislature and all national and state agencies, institutions, associations and entities working with the Agency to develop cultural

- programs and implement the direction of the Agency.
- May recommend potential Council members to the Governor and/or the Speaker and President pro Tempore.
- Serves as staff on all Council committees.
- Implements Council approved policies and develops operational policies.
- Must act in compliance with the “Incompatibility Statement” in California Government Code section 19990.

MEETINGS

The following applies to the Meetings of the Council:

- Held at the call of the Chair no more than eight times each calendar year.
- Must be preceded by at least ten days public notice, unless there are extraordinary circumstances.
- Must have a quorum, consisting of a majority of the Council members, in order to transact business.
- Must be held in various places throughout the state so as to encourage broad and diverse attendance.
- All are subject to the Bagley-Keene Act.
- The Chair shall preside at all meetings. In the absence of the Chair, the Vice-Chair(s) shall preside at meetings.
- Meetings shall be conducted in accordance with rules, procedures and protocols established by the Council.

STRATEGIC PLAN

The Council shall establish, maintain, and regularly update a strategic plan which shall set forth the following:

- Clearly stated goals and objectives with a timeline.
- A delineation of the broad programs and activities required in order to achieve Council objectives.
- An implementation plan with benchmarks for the Council to discuss and evaluate.
- In developing the Strategic Plan, persons may be designated as advisors and advisory groups may be created. Advisor and advisory group input will be reported at each Council meeting; committees will make recommendations to full Council, not set policy; and all policy votes and decisions will be in public.

COMMITTEES

The following applies to the Committees of the Council:

- The Chair shall establish and appoint standing committees.
- The Chair may establish and appoint ad hoc committees utilizing Council members and/or non-voting non-Council members as necessary. An ad hoc committee dissolves once it has completed its task.

- The Director shall assign staff to assist the committee chair(s) with the operation of each committee.
- Each committee shall have a charge, which shall include its objective(s), its proposed work schedule, reporting deadlines and termination date.
- Committee members shall be responsible for implementation of committee assignments.
- Committee Chair(s) shall be Council members, and preside over meetings and report to the Council as necessary.
- Committees will make a concerted effort to meet in person whenever convenient to foster meaningful engagement.
- All Committees are subject to the Bagley-Keene Act.

CURRENT STANDING COMMITTEES

Equity Committee	The Equity Committee is charged with ensuring that grants invest in the evolving and diverse demographics of California. The committee defines equitable grant making as fair, accessible, inclusive and effectively serving to dismantle structural racism and other inequities.
Executive Committee	The Executive Committee shall consist of the Chair, the Vice-Chair(s), the Director and others as appointed by the Chair
Governance Committee	The Governance Committee shall review and draft revisions to the CAC Member Handbook including the CAC By-Laws and make recommendations to the Council.
Innovations and Aspirations Committee	The Innovations and Aspirations Committee shall explore new directions and concepts for the Council's activities and make recommendations to the Council.
Legislative Committee	The Legislative Committee shall develop materials and strategy for Council's engagement with the Governor and Legislature, provide updates on CAC government affairs activities, and make recommendations to the Council.
Nominating Committee	The Nominating Committee shall consist of two Council members appointed annually by the Governance Committee in advance of the December meeting. The Committee shall nominate officers for one-year terms. The Committee shall nominate the officers and the Council shall vote to elect the officers at the December annual meeting. Officers shall consist of a Chair, one Vice-Chair and other officers the Council may, from time to time, designate.

Programs Allocations Committee

The Programs Allocations Committee shall provide input on the grant funding formula based on panel ranks, help formulate the projected grants budget, review staff and panel recommendations, and make recommendations to the Council.

Programs Policy Committee

The Programs Policy Committee shall provide input on program guidelines and policies, consider framework for Council on the adoption of new pilot grant programs based on Council priorities, and make recommendations to the Council.

Special Liaison Committee

The Special Liaison Committee shall support relationships and communications between the Council process and outcomes with the Governor’s office.

Strategic Plan Committee

The Strategic Plan Committee shall maintain an active role of the Council in strategic planning by reviewing/assessing the current strategic plan, reporting on Council progress related to a strategic plan, establishing Council priorities for a planning process, considering public input strategies, and making recommendations to the Council.

POLICY

The following outlines the policies that impact the California Arts Council.

- Council policies are the objectives of the Council and the rules and procedures enacted by the Council for its governance. Policy recommendations may come from any Council member.
 - All policies shall be in writing and shall set forth clearly and concisely the policy objectives and the designation of responsibility for enactment of the policy.
 - Copies of all policies adopted by the Council shall be distributed to each member and be available to the public.
- State Policy includes the California Arts Council’s enabling legislation and all applicable state laws, rules and regulations.
- Council members shall approve all policy statements at meetings with a quorum present.

PROGRAM DEVELOPMENT AND IMPLEMENTATION

Programs supported by local assistance funds shall be developed in accordance with established Council policies. Programs shall be implemented by staff, under the direction of the Director and Deputy Director.

The Council shall approve financial assistance as contained in the programming guidelines.

Council members shall not, jointly and/or separately, attempt to approve the granting of funds to any person or organization outside the policies and procedures established by the Council.

CONFLICT OF INTEREST, APPEARANCE OF CONFLICT OF INTEREST, AND CODE OF RESPONSIBILITY

Council members shall be subject to the California State Ethics and Conflict of Interest Code, and any rules adopted by the Council.

Council members shall file the Statement of Economic Interest form 700 annually as required by law.

Council members shall not be present nor participate in any communication or discussion with any other council member, nor vote on any matter, involving an individual or organization with which there is an association as board member, officer, advisory panel or staff, salaried or volunteer, or where there is, or has been, any economic interest for twelve months prior to the discussion or vote.

Council members shall excuse themselves from the discussion and/or vote on any matter where an outside observer might have reasonable cause to believe the Council member might not be impartial, whether positively or negatively, on behalf of the issue or entity.

Seeking and Receiving Gifts

Council members shall adhere to and abide by all relevant provisions of the regulations of the Fair Political Practices Commission.

What constitutes a gift:

Council members shall not seek gifts, gratuities, or gratis admission to programs, events or performances for which the public is charged a price for admission or at which a meal is provided (or other things of value) from any CAC grant applicant, nor shall Council members request of any grant applicant anything that would have the appearance of impropriety.

In the event of the unsolicited receipt and use of something described in the preceding paragraph for use by an individual Council member or his or her spouse or immediate family member, such receipt and/or use shall constitute receipt of a gift under the regulations of the Fair Political Practices Commission, the State Franchise Tax Board, and the Internal Revenue Service. Reporting receipt of such a gift shall be the obligation of the Council member.

What does NOT constitute a gift:

Tickets/passes to programs, events, performances, lunches/dinners or otherwise, provided to Council member(s), their spouses and/or immediate family, in conjunction with a request by the Director and/or Chair, for the Council member to represent the agency at such event, performance, lunch/dinner or otherwise shall not be considered a gift to said Council member(s). Tickets/passes provided to a Council member, his or her spouse and/or immediate family, for an event at which the Council member has an official or ceremonial role shall not be considered a gift to the Council member. Council member(s) invited to perform an official and/or ceremonial role shall notify the Chair and Director of such invitation.

Use of Council Appointment

Council members should be alert to avoid any actions which could possibly be interpreted as a use of Council appointment to attain personal financial gain, favors, or special treatment, or act in any way which furthers the economic interests of an organization or person with which they are affiliated in any way.

Future Affiliations

Once appointed, the Director and Council members are requested, during the term of their service, not to join the boards of or initiate affiliations of a policy-making or financial nature with actual or potential applicant organizations.

Acting Without Self-Interest

Council members shall make every reasonable effort to act without self-interest or without serving the self-interest of fellow Council members, recognizing that loyalties to a particular geographic area, arts discipline, institution, or specific interest group must be subordinated to the broader purposes of acting in the best interest of the entire arts field.

Responsibilities of Director

The Director shall call the Conflict of Interest Code, Appearance of Conflict of Interest, and Code of Responsibility to the attention of all Council members upon appointment to the Council.

REIMBURSEMENT FOR COUNCIL MEMBERS

Council members are entitled to \$100 per Council meeting. Council members shall be reimbursed for eligible expenses incurred to:

1. Attend regular and special meetings of the Council and its committees; or
2. Attend special activities/events approved in advance by the Chair and Director.

In the event the Chair and/or Director desire a Council member to represent the agency at a specific event, meeting, performance,

lunch/dinner or otherwise to be held in the state, the Chair and/or Director will first make such request of the Council member(s) living in the immediate geographical area of opportunity unless said representation would be within the province of a specific committee chaired by a Council member outside said immediate geographical area; or, in the discretion of the Chair and/or Director, the agency would be best represented by a specific Council member.

All out of state travel is subject to prior approval by the Chair, Director, and the Governor's office in accordance with governing rules and procedures.

Reimbursement of Expenses

Council members shall be reimbursed for eligible expenses incurred using budgetary limitations as established by the state and the agency budget. To receive reimbursement, Council members shall file, within 90 days of incurring the eligible expense, an itemized expense form with the agency's administrative Deputy Director. Reimbursement shall be made in accordance with state governing regulations. The agency will make every attempt to issue authorized reimbursement within 30 days of receipt from the Council member.

Travel and Expense Budget

The Agency budget shall include an amount sufficient to cover the cost of authorized and eligible Council member reimbursable travel and other expenses as reasonably projected by the Chair in consultation with the Director on an annual basis. Said travel budget line item within the agency's budget shall be within the requirements of the Department of Finance and other control agencies, based on the operational needs and requirements of the agency.

REPRESENTATIVE ROLE IN RELATIONSHIP TO THE GOVERNOR'S OFFICE AND THE LEGISLATURE

Council members, at the request of the Chair and/or Director, may actively participate in the promulgation and advocacy of positions regarding legislation affecting the arts, to the extent permissible under all applicable state laws, rules, regulations and the policies of the legislature and the office of the Governor.

The Director and Director of Legislative Affairs shall advocate on behalf of the agency and the health of the arts, including advocacy in favor of specific legislation, to the extent permissible under all applicable state laws, rules, regulations and the policies of the legislature and the office of the Governor.