

CALIFORNIA CONFERENCE OF LOCAL HEALTH OFFICERS BYLAWS

May 2017

ARTICLE I: Purposes

The purposes of the California Conference of Local Health Officers, hereinafter referred to as CCLHO or the Conference, are:

1. To consult with, advise, and make recommendations to the California Department of Public Health and the California Department of Health Care Services in establishing standards and on other matters affecting health.
2. To consult with, advise, and make recommendations to departments, boards, commissions, and officials of federal, State, and local governments, the Legislature, and any other organization, agency, or association on matters affecting health.
3. To promote and improve public health practices in the State of California through the exchange of information and dissemination of knowledge about the causes, prevention, and treatment of diseases and conditions detrimental to the health of the people of California. To stimulate effective relationships and cooperation among public health agencies in California at all levels.
4. To promote understanding of existing California laws and regulations pertaining to public health.
5. To conduct studies, investigations, and other research in fields including but not limited to basic environmental, epidemiological, clinical, and health care service issues.
6. To serve as liaison between the California Department of Public Health and Local Health Officers.
7. To support local Health Officers in the execution of their statutory duties
8. To create a forum for the sharing of ideas, scientific information and best practices amongst Health Officers.

ARTICLE II: Conference Membership

Section 1. **Regular Members:** Regular members of CCLHO shall consist of all legally appointed local physician health officers in California pursuant to Section 100925, Health and Safety Code. Only regular members may vote, be a member of the Board of Directors, or hold office.

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ARTICLE III: Associates

Section 1. **Associates:** Physicians who are Deputy Health Officers or Assistant Health Officers will have associate status with CCLHO if appointed as such by the Regular Member of the corresponding health jurisdiction. There shall be no limit to the number of associates per jurisdiction.

ARTICLE IV: Officers and Their Duties

Section 1. **Officers:** The officers of the Conference shall consist of a President, a President-elect, a Secretary, a Treasurer, a Legislative Officer and a Regulations Coordinator.

Section 2. **President:** The President shall be CCLHO's chief executive officer whose duty is to plan, manage, and preside at all meetings of the Conference and the Board of Directors. The President shall direct the review and updating of the [Policy Platform](#) to be presented annually or as needed to the Conference for approval. When authorized by the Board of Directors, the President shall have the authority to make and execute contracts in the ordinary business of the Conference and, for and in the name of the Conference, to execute other legal instruments.

Section 3. **President-elect:**

1. In the absence of the President, or if that office is vacant, the President-elect shall exercise all the powers of the President.
2. The President-elect shall have other duties and responsibilities as assigned by the President or Board of Directors.
3. The President-elect shall assume the office of President upon election of officers at the fall semiannual meeting.

Section 4. **Secretary:** The Secretary shall be responsible for monitoring all actions by the Board of Directors and the Conference, including the resolutions adopted at all Conference meetings.

Section 5. **Treasurer:** The Treasurer shall be responsible for the funds and securities of the Conference and shall deposit the same, or cause the same to be

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deposited in the name of the Conference, in such financial institutions as the Board of Directors may designate. The Treasurer shall keep, or cause to be kept, full and accurate accounts of the receipts and disbursements of the Conference and shall, when requested, present to the Board of Directors a complete report of receipts and disbursements and of financial conditions.

Section 6. **Legislative Officer:** It shall be the Legislative Officer's responsibility to see that a legislative program is promulgated to implement the Conference Policy Platform and, when directed, those legislative policy actions adopted by the Board of Directors or the Conference. See the March 2012 [Policy on Legislation: Review and Position Recommendation](#) for additional information.

Section 7. **Regulations Coordinator:** The Regulations Coordinator shall be responsible for coordinating the actions of CCLHO and the State Department of Public Health concerned with new or revised regulations relating to county, city, or district public health jurisdictions.

ARTICLE V: Conference Staffing

The State Department of Public Health shall provide executive staff and administrative support to the Conference and its committees.

ARTICLE VI: Executive Committee

- a. **Membership:** The Executive Committee shall consist of the elected officers of the Conference and the immediate past President.
- b. **Function:** The Executive Committee shall act for the Board of Directors between meetings of the Board. Executive Committee actions shall be reported at the next meeting of the Board.

ARTICLE VII: Board of Directors

- a. **Membership:** The Board of Directors shall consist of the six (6) officers of the Conference, the immediate past President and eight (8) members elected at large. At least two (2) members of the Board of Directors shall be health officers from jurisdictions of under 100,000 population. The Board of Directors shall

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consist of only regular members.

- b. **Function:** The Board of Directors shall direct and manage the affairs of the Conference between meetings of the full Conference.

ARTICLE VIII: Meetings

Section 1. **Semiannual Meetings:** Semiannual meetings of the Conference shall be held at least twice annually at a time and place which has been determined by the President with the concurrence of the Executive Committee members. Members shall be given at least ten (10) days written notice of such meetings, and the meeting shall be publicly noticed at least ten (10) days prior on the CCLHO web site for the purposes of public notification.

Section 2. **Additional Meetings:**

a) Special meetings.

1. A special meeting of the Conference may be held at such time and place as may be designated by the President with concurrence of the Board of Directors. Special meetings of the Conference may also be convened by the Director of the Department of Public Health or the President on request of the Board of Directors or by written petition of a *simple majority* of the members of the Conference (Government Code §11125.4(a)).
2. In accordance with the Bagley-Keene Act, the body must make a finding, upon commencement of the meeting, that the usual 10-day notification in Section 1 would pose a substantial hardship upon CCLHO, or that immediate action is required to protect the public interest (Government Code §11125.4(a)). At least 2/3 of the membership, or if 2/3 of the membership is not in attendance, a unanimous vote of those present is required to ratify the finding, and if the finding is not passed, the meeting *may not* take place, and the decision must be publicly posted. The *only* specific issues permitted as justification for calling such a meeting are:
 - a. Pending litigation;
 - b. Proposed legislation;
 - c. Issuance of a legal opinion;
 - d. Consideration of disciplinary action involving a state officer or

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employee;

- e. To consider the purchase, sale, exchange or lease of real property;
 - f. To consider license applications and applications;
 - g. To consider action on a loan or grant pursuant to Health and Safety Code §50000;
 - h. To consider response to a confidential final draft audit report pursuant to Government Code §11126.2; *or*,
 - i. To provide for an interim executive officer of CCLHO upon vacancy in that position.
3. In accordance with the Bagley-Keene Act, such special meetings must be announced to the membership and the public via posting to the CCLHO website and wire services and/or general circulation newspapers, television and radio stations at least 48 hours in advance.

b) Emergency meetings.

1. An emergency meeting of the Conference may be held at such time and place as may be designated by the President with concurrence of the Board of Directors. Emergency meetings of the Conference may also be convened by the Director of the Department of Public Health or the President on request of the Board of Directors or by written petition of a *simple majority* of the members of the Conference.
2. In accordance with the Bagley-Keene Act, an emergency meeting may only be convened for a true emergency, defined in statute as “a work stoppage or other activity that severely impairs public health or safety,” or a “crippling disaster that severely impairs public health or safety” (Government Code §11125.5). Activity that severely impairs public health or safety” may include, but is not limited to, emergency meetings to address the investigation, prevention, and/or control of imminent public health threats.
3. In accordance with the Bagley-Keene Act, such meetings must be announced to the membership and the public via Internet, and to general circulation newspapers, TV stations and radio stations that have requested notification via telephone (assuming such communications are possible) at least one (1) hour in advance. If such communications are *not* possible, notification must take place as soon as the outage is rectified.

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Section 3. **Board of Directors:** Meetings of the Board of Directors shall be held regularly at a time and place determined in advance by the Board. Such meetings may be cancelled in advance by the President with approval of the Executive Committee. Additional meetings shall be held when requested by the Director, the Executive Committee, or by written request of three (3) or more Board members elected at large.

Written notice of the time and place of the meetings of the Board of Directors shall be mailed or conveyed electronically to each board member at least ten days (10) prior to the time of holding any such meeting, and posted to the CCLHO web site for the purposes of public notification. If a special or emergency meeting is called, the notification requirements and purpose of such meetings shall be pursuant to the same requirements under the Bagley-Keene Act as enumerated in Section 2(a) and (b).

Notice of emergency changes to the agenda for immediate action must be provided forty-eight (48) hours prior to the time of holding any meeting and require either a 2/3 vote or unanimous vote (if all members are not present) on action items.

When necessary, telephone conference meetings, or meetings through other means of electronic communication of the Board of Directors may be undertaken or cause to be undertaken by the President. For the purposes of the Bagley-Keene Act, these meetings shall be considered no different than in-person meetings, and the notification requirement(s) for regular, special or emergency meetings shall still apply. Those attending electronically or telephonically at locations that have not been noticed as public meeting places within the appropriate notification timeframe shall not be counted as part of quorum, nor be eligible to vote; see Article XI, Section 1.

Section 4. **Executive Committee:** Meetings of the Executive Committee may be held between meetings of the Board of Directors when requested by the President. At least ten days (10) public notice shall be given, including electronic notice to all members of the Executive Committee and posting to the CCLHO web site for the purposes of public notification.

Special and emergency meetings of the Executive Committee may also be called at the discretion of the President. If a special or emergency meeting is called, the notification requirements and purpose of such meetings shall be pursuant to the same requirements under the Bagley-Keene Act as enumerated in Section 2(a) and (b).

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Those participating electronically or telephonically at locations that have not been noticed as public meeting places within the appropriate notification timeframe shall not be counted as part of quorum, nor be eligible to vote; see Article XI, Section 1.

Section 5. **Other Committees:** Meetings of other Conference committees may be called by the chair of the committee in conformance with policies of the Board of Directors. At least ten days (10) public notice shall be given, including electronic notice to all members of the Committee and posting to the CCLHO web site for the purposes of public notification.

Special and emergency meetings of Conference committees may also be called at the discretion of the committee chair. If a special or emergency meeting is called, the notification requirements and purpose of such meetings shall be pursuant to the same requirements under the Bagley-Keene Act as enumerated in Section 2(a) and (b).

Those participating electronically or telephonically at locations that have not been noticed as public meeting places within the appropriate notification timeframe shall not be counted as part of quorum, nor be eligible to vote; see Article XI, Section 1.

ARTICLE IX: Quorums and Parliamentary Procedure

Section 1. **Quorums and Voting:**

- a) At any general meeting of the Conference, the regular members present shall constitute a quorum for the transaction of business.
 - a. For the purposes of the Bagley-Keene Act, “present” is defined as:
 - i. Those physically present at the officially designated meeting location; *or*
 - ii. Those electronically or telephonically participating at a location publicly noticed as a meeting location within the appropriate notification timeframe for the meeting, as discussed in Article VIII.
 - b. Those electronically or telephonically participating at a location that has not been publicly noticed, or has not been noticed within the correct timeframe, shall be considered “present” for the purposes of attendance but *not* for the purposes of quorum, and shall not participate in votes.

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- b) At any Board Meeting, a majority of the Board of Directors present at noticed, publicly accessible sites shall constitute a quorum. Any total of regular members present plus members of the Board of Directors present that equals a numerical majority of the Board of Directors shall constitute a quorum.
- c) At any Executive Committee meeting, a majority of the Executive Committee members present shall constitute a quorum.
- d) Ad Hoc and Program Committees.
 - a. At least three members of an Ad Hoc or Program Committee must be present for quorum. The following Committee meeting attendees shall have a vote and be counted towards quorum as a member:
 - i. Any current health officer;
 - ii. Committee chairs and co-chairs;
 - iii. One representative for any CCLHO affiliate organization; and
 - iv. One representative for each Local Health Jurisdiction.
 - b. The following Committee meeting attendees do not vote but participate in discussions and provide technical expertise:
 - i. State or Federal Government staff (including California Department of Public Health staff)
 - ii. Advocacy organizations and other non-governmental organizations
 - c. Members of the public do not have a vote, but must be given the opportunity to directly address CCLHO on each agenda item before or during CCLHO's discussion or consideration (vote) on the item.
 - d. See also the March 2017 CCLHO Policy on Voting.
- e) Determining a Vote Result
 - a. Approval of actions voted upon by the Board, Conference or Committees is a majority vote of aye by all members eligible to vote on a particular action per these bylaws.
 - i. Abstentions and no votes are included in the determination of the minimum number of aye votes needed to reach a majority vote.
 - b. Each member shall have only one vote per action.

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Section 2. **Parliamentary Procedure:** Unless otherwise specified in these by-laws, parliamentary procedures for all meetings of the Conference, Board of Directors, Executive or other committees shall be conducted in accordance with the latest edition of Robert's Rules of Order. For purposes of parliamentary interpretation, the President may appoint a parliamentarian.

ARTICLE X: Elections and Filling of Vacancies

Section 1. **Directors and Officers:** Directors at large and Officers shall be elected at the annual fall meeting of the Conference by a majority vote of those present and shall serve for one (1) year. They will assume office at the end of the meeting at which they are elected.

Section 2. **Limitation of Terms:** Directors at large and Officers shall serve no more than six (6) consecutive yearly terms on the Board of Directors with the exception of the President-elect, the President and the Past President whose terms may extend beyond the six (6) year limitation. Directors at large and Officers will serve contingent upon and demonstrated by regular attendance as determined by the Executive Committee. See the October 2015 [Policy on Participation for Executive Committee and Board members](#).

Section 3. **Nominating Committee and Process:**

- a. The President shall appoint a Nominating Committee prior to each fall conference. The nominating committee shall consist of at least two (2) members, one (1) of whom shall be a member of the Board of Directors.
- b. The Nominating Committee shall submit a list of nominees for the officers and directors at large for the Conference. All nominees shall be submitted to the membership in writing at least ten (10) days prior to the election.
- c. Nominations may also be made by written petition, signed by at least three (3) members of the Conference, and submitted to the President at least twenty-four (24) hours prior to the election.
- d. Nominees for Officers must be a current member of the Board of Directors
- e. Nominees for President and President-Elect shall be current members of the Executive Committee.
- f. No nominations shall be accepted from the floor.

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Section 4. **Board of Directors Vacancies:** Vacancies on the Board of Directors that occur between annual elections of the Conference shall be filled by appointment by the Board of Directors at its next regular meeting. Nominations may be submitted by any member of the Board and the first nominee to receive a majority vote of those present is elected. Intent to fill a vacancy on the Board of Directors shall be placed on the proposed Board agenda.

ARTICLE XI: Committees and Task Forces

Section 1. **Standing Committees:** The standing committees of the Conference are the Nominating Committee and Bylaws Committee. The chair and members of these committees shall be appointed annually by the President. The committees shall have the following functions:

- a. **Nominating:** The functions of the Nominating Committee are covered in Article IX.
- b. **Bylaws:** The Bylaws Committee shall annually review the Conference's bylaws. Recommendations for revisions to the Bylaws may be made to the Conference at a semiannual meeting.

Section 2. **Program Committees:**

- a. **Appointment:** Annually the President, with approval of the Board of Directors, may create or sunset program committees as deemed appropriate. The President shall appoint the chair and may appoint a vice chair of each program committee. Chairs should be Regular or Associate Members of CCLHO. Vice chairs can be Regular Members, Associates, or members of affiliate organizations. There may be up to three (3) vice chairs per program committee. Each program committee shall have at least one (1) California Department of Public Health non-voting liaison appointed by the Director and State Health Officer or his/her designee.
- b. **Membership:** See Article IX, Section 1.
- c. **Functions:** Program committees shall have the following functions:
 - 1) Accept assignments from the Board of Directors.
 - 2) Report findings and recommendations on assignments to the Board of Directors at the earliest opportunity.

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- 3) Bring to the Board of Directors issues and problems within the scope of the committee's interest which the committee feels need Conference consideration.

Section 3. **Task Forces:** The President may appoint, with approval of the Board of Directors, special task forces or ad hoc committees of the Board to carry out short-term specific assignments. These task forces shall report their progress, findings and recommendations to the Board as soon as feasible.

Section 4. **Powers and Prohibitions:**

- a. Committees and task forces may appoint subcommittees of their members and assigned consultants as may be necessary to carry out their functions.
- b. Committees and task forces or their members shall not approve or take any action or make any commitments on behalf of the Board of Directors or Conference unless specifically authorized to do so by the Board or Conference.
- c. Committees and task forces or their members shall issue no statements or policy declarations on behalf of the Board of Directors or Conference unless specifically authorized to do so by the Board of Directors or Conference.
- d. Committee and task force deliberations, findings, or recommendations shall not be construed to represent Conference deliberations, findings or recommendations until approved by the Board of Directors or Conference.
- e. Members of committees or task forces shall not use their membership to convey support, authorization or authority of the Conference unless specifically authorized to do so by the Board of Directors or Conference.

Section 5. **Ex-officio:** Conference officers shall be ex-officio members of all committees, subcommittees, and task forces of the Conference.

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ARTICLE XII: Representatives

Section 1. **Representatives:** The President, with approval of the Board of Directors, shall appoint such representatives of the Conference as may be necessary to any and all appropriate organizations which shall further the interests and carry out the objectives and purposes of the Conference.

Section 2. **Affiliate Organizations:** Affiliate organizations of the Conference shall be composed of technical, managerial, and professional representatives of local health departments or other organizations involved in community and public health activities. Affiliation by such organizations shall be approved by the Conference. The President of each affiliate shall serve as consultant to the Board of Directors. Affiliate organizations may designate representatives to participate in CCLHO program committees and task forces. See October 2011 [Policy on Affiliates](#).

ARTICLE XIII: Resolutions

Section 1. **Proposed Resolutions:** Resolutions may be proposed to the Conference membership by the Board of Directors, by a program committee or by a petition signed by at least four (4) members of the Conference. Proposed resolutions must be submitted to the President at least two days prior to the Semiannual Meeting.

Section 2. **Vote Needed:** Resolutions must be approved by a majority of members present at a Semiannual Meeting.

ARTICLE XIV: Amendments

Section 1. **Bylaws Committee:** Amendments to the bylaws may be developed by the Bylaws Committee. Proposed bylaws amendments must be presented to the membership in writing at least ten (10) days prior to a Semiannual meeting of the Conference.

Section 2. **Members:** Bylaws amendments may also be proposed by petition of at least four (4) members of the Conference. These amendments must be presented in writing to the membership at least ten (10) days prior to a Semiannual meeting of the Conference.

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Section 3. **Vote Needed:** Amendments to the bylaws require a two-thirds (2/3) vote of the members present at a Semiannual meeting.

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Adopted by CCLHO	11/06/70	Anaheim, CA
Amended	10/25/73	Redding, CA
Amended	12/04/74	San Diego, CA
Amended	12/05/75	San Francisco, CA
Amended	09/21/76	Monterey, CA
Amended	11/30/79	San Francisco, CA
Amended	05/08/80	Pismo Beach, CA
Amended	11/19/80	San Diego, CA
Amended	10/25/84	Oakland, CA
Amended	11/05/86	Santa Rosa, CA
Amended	10/25/90	South Lake Tahoe, CA
Amended	10/29/97	San Bernardino, CA
Amended	11/05/03	San Diego, CA
Amended	10/21/09	Berkeley, CA
Amended	10/19/11	Sacramento, CA
Amended	05/02/12	Glendale, CA
Amended	10/14/15	La Jolla, CA
Amended	05/03/17	Bakersfield, CA