

**RULES AND REGULATIONS OF THE
DOWNTOWN HAYWARD BUSINESS IMPROVEMENT AREA
ADVISORY BOARD**

**Adopted to Implement Certain Requirements
Of the Brown Act**

1. Agendas of the Downtown Hayward Business Improvement Area (BIA) Advisory Board shall be posted at least 72 hours before each regular meeting at the information desk at City Hall, 777 B Street, Hayward, Ca.
2. A log indicating the time each agenda was posted shall be kept by the Department of Community and Economic Development.
3. All persons wishing to address the BIA Advisory Board during the public input portion of its meetings shall limit their comments to three minutes.
4. The total time devoted to the public input portion of the meetings of the BIA Advisory Board shall not exceed fifteen minutes. Any person wishing to speak at a meeting but unable to do so because of the limit set forth above shall be accorded first right to address the BIA Advisory Board.
5. Consistent with the Brown Act, the BIA Advisory Board shall take no action on any matter not appearing on its posted agenda unless it makes one of the findings authorizing it to do so. Thus, unless an emergency exists or the need to take action arose after posting the agenda the BIA Advisory Board will not discuss or vote on any item raised by any member of the public or any of its own members unless the item appears on its posted agenda. An item raised during a meeting of the BIA Advisory Board that does not appear on its posted agenda will automatically be referred to staff for any action staff regards as necessary and placed on its next agenda for action.
6. Any person, including any member of the public or of the BIA Advisory Board, may request that an item be placed on the agenda for the next meeting by writing to the Department of Community and Economic Development, 777 B Street, Hayward, CA 94541, no later than 5:00 p.m. on the seventh day preceding the next regularly scheduled meeting. Items are placed on the agenda at the discretion of the chair.
7. The regular meeting of the BIA Advisory Board shall ordinarily be held on the 1st Wednesday of each month and shall be held in Room 2-A, City Hall, 777 B Street, Hayward, but the precise dates for regular meetings shall be those shown in the notice provided by the Department of Community and Economic Development in July of every year or as the Committee may later revise from time to time during the year. The most current notice of the fiscal year calendar of the committee is available from the Hayward City Clerk or the Department of Community and Economic Development.

CITY OF HAYWARD

**DOWNTOWN HAYWARD BUSINESS IMPROVEMENT AREA (BIA)
ADVISORY BOARD**

BYLAWS

**ARTICLE I
PURPOSE**

SECTION 100. PURPOSE The purpose of this Advisory Board is to advise the City Council on the activities and budget for use of the Downtown Hayward Business Improvement Area fees that are collected annually.

**ARTICLE II
POWERS AND DUTIES**

The primary duty of the Advisory Board is to submit an Annual Report to the City Council which contains: 1) any proposed changes to the boundaries or the benefit zones of the BIA; 2) proposed improvements and activities for the upcoming fiscal year; 3) a budget for the proposed activities; and 4) any proposed changes in the method and basis for levying the assessment. Once the City Council accepts the report, a public hearing will be scheduled and held to consider the adopting the BIA levy for that year.

The Advisory Board shall also meet periodically to review the activities and programs funded by the BIA.

**ARTICLE III
MEMBERS**

SECTION 300. MEMBERSHIP The BIA Advisory Board shall consist of nine (9) members to be appointed by City Council pursuant to City Council Resolution No. 94-285.

- A. Eligibility of Members. In accordance with Resolution No. 94-285 the City Council shall strive to appoint five (5) of the members from Zone One of the Downtown Hayward Business Improvement Area, and four (4) of the members from Zone Two. In addition, the City Council shall strive to appoint at least one representative from each business classification of the Assessment Area: professional business, service businesses, financial businesses, miscellaneous businesses, and retail businesses.
- B. Term Limitation. Each member shall serve a four-year term; however, in order to provide for staggered terms, the first members will choose term length by lot, with five members serving four-year terms and four members serving two-year terms.

SECTION 301. ATTENDANCE

- (1) **DECLARING VACANCIES.** If a member of this Advisory Board absents him or herself from three consecutive regular meetings or is absent for more than 25 percent of regular meetings, or is convicted of a crime involving moral turpitude, or ceases to do business in the Downtown Hayward Business Improvement Area, his

or her office shall become vacant and shall be so declared by the Council.

- (2) **EXCUSED ABSENCE.** This Advisory Board shall not excuse or otherwise grant permission to its members to be absent from any regular meeting except for military leave for the purpose of military duty.
- (3) **ATTENDANCE.** Unless extraordinary conditions exist, the City Council shall remove all Advisory Board members who have not attended at least 75 percent of the meetings of the Advisory Board. After two consecutive absences or three non-consecutive absences from regular meetings, a letter will be sent by the City Clerk warning the absent member that one more meeting missed will be cause for removal from the Advisory Board. If there is no response by the following meeting the Chair will send a letter to the City Council recommending the member's office become vacant and an appointment be made to fill the vacant office.

ARTICLE IV OFFICERS

SECTION 400. ELECTION OF OFFICERS The Advisory Board will elect a Chair and a Vice-Chair at the last meeting of every fiscal year to serve a term of one year or until their successors have been elected. The Chair and Vice-Chair will be installed at the first meeting of every fiscal year. Elected officers may succeed themselves once.

ARTICLE V DUTIES OF OFFICERS

SECTION 500. DUTIES OF THE CHAIR The Chair shall preside at all the meetings of the Advisory Board and may report to the City Council on major recommendations of the Advisory Board. He or she shall perform all duties incident to his or her office and such other duties as may be required by the Hayward City Charter, Hayward Municipal Code, City Council Resolution and these bylaws. The Chair shall appoint all subCommittees and shall be an ex-officio member of all subCommittees.

SECTION 501. DUTIES OF THE VICE-CHAIR The Vice-Chair, in the absence of the Chair, or in the event of his or her inability or refusal to act, shall perform all the duties of the Chair, and when so acting shall have all the powers of, and be subject to all the restrictions on, the Chair.

ARTICLE VI MEETINGS

SECTION 601. REGULAR MEETINGS The regular meeting of this Advisory Board shall be held monthly. These meetings shall follow such rules and regulations as shall be established by the Advisory Board in order to comply with the Brown Act and other state or local requirements.

SECTION 602. SPECIAL MEETINGS A special meeting may be called at any time by the presiding officer of the Advisory Board, or by a majority of the members of the Advisory Board, by delivering personally, by telecopier (fax machine), or by mail written notice to each member of

the Advisory Board and to each local newspaper of general circulation, radio or television station requesting notice in writing. Such notice shall be delivered personally or by mail and shall be received at least 24 hours before the time of such meeting as specified in the notice. The call and notice shall specify the time and place of the special meeting and the business to be transacted. No other business shall be considered at such meetings by the Advisory Board. Such written notice may be dispensed with as to any member who at or prior to the time the meeting convenes files with the City Clerk a written waiver of notice. Such waiver may be given by telegram. Such written notice may also be dispensed with as to any member who is actually present at the meeting at the time it convenes. Notice shall be required pursuant to this section regardless of whether any action is taken at the special meeting.

SECTION 603. QUORUM A quorum for a regular or special meeting shall be a majority of the entire membership of the Advisory Board.

SECTION 604. VOTING Except to adjourn, the affirmative or negative vote of a majority of the membership present at either a regular or special meeting shall be necessary for it to take any action, provided, however, that a majority of the entire membership is present at the meeting. Each member of the Advisory Board shall be entitled to one vote on all matters brought to a vote during a regular or special meeting at which the member is present.

ARTICLE VII AMENDMENT

SECTION 701. AMENDMENTS TO BYLAWS Proposed amendments of these bylaws may be submitted in writing by any Advisory Board member by mail or at a regular or special meeting. A copy of the proposed amendments shall be furnished to each Advisory Board member at least 20 days prior to adoption or rejection. Approval by a two-thirds (2/3) affirmative vote of the entire membership of the Advisory Board shall constitute adoption of the amendment.

ARTICLE VIII SUBCOMMITTEES

SECTION 800. As deemed necessary, Ad Hoc subcommittees Boards may be appointed. These subcommittees shall consist of three to five members of the Advisory Board.