

EXHIBIT A

REVISED CONSUMER AFFAIRS COMMISSION BY-LAWS

Consumer Affairs Commission

Alameda County • 1221 Oak Street, Suite 536 • Oakland • CA 94612

BY-LAWS

PENDING BOS ACCEPTANCE: July 26, 2011

LAST REVISED: April 24, 2007

Commissioners:

Aref Aziz
Thomas Cameron
Connie Cox
Marlene Hurd
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Rana R. S. Kahlon
Suizi Lin
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Consumer Affairs Commission By-Laws

ARTICLE I

The Consumer Affairs Commission (CAC) was created by an order of the Alameda County Board of Supervisors on February 11, 1975. The Commission was originally established to improve the business climate in Alameda County, educate the citizenry, and advise the Board of Supervisors regarding issues that affect the quality of life for everyone. The original documentation provided for a panel of three volunteer citizens from each supervisorial district, for a total of 15 member/commissioners and one membership-at-large from California Department of Consumer Affairs. Each term of office was for two years and the various Commissioners would have overlapping terms so that there would always be a consistent oversight.

ARTICLE II

DEFINITIONS: unless the provisions of context otherwise require, the following definitions shall govern the construction of these rules:

- A. "Commission" means the Consumer Affairs Commission of the County of Alameda.
- B. "County" means the County of Alameda, a political subdivision of the State of California.
- C. "Committee" means a standing or ad hoc committee of the Commission.
- D. "Member" means a duly appointed and qualified commissioner of the Consumer Affairs Commission of the County of Alameda.
- E. "Rules" means those rules for the conduct of business, adopted by the Commission pursuant to Alameda County Administrative Code.

ARTICLE III

OFFICERS: the officers of the Commission shall be a Chairperson, a First Vice-Chairperson, a Second Vice-Chairperson, and a Third Vice-Chairperson. These officers, plus a member of the Commission chosen "at large", compose an Executive Committee. The secretary is appointed by the Chairperson from the members.

ARTICLE IV

CHAIRPERSON: POWERS AND DUTIES:

- A. To preside at all meetings of the Commission and the Executive Committee;
- B. To decide all points of order, subject to reversal by the Commission;
- C. To serve as an ex-officio member of all committees, except the Nominating Committee;
- D. To, at the direction of the Commission, act as a spokesperson to the public for the Commission or designate another Commission member to do so with the approval of the Commission; and
- E. All communication written or oral, shall be approved by the Chairperson or by the Commission.

ARTICLE V

VICE-CHAIRPERSONS: POWERS AND DUTIES:

- A. The Vice-Chairpersons shall perform all duties assigned to them by the Chairperson;
- B. The First Vice-Chairperson shall exercise the powers and perform the duties of the Chairperson in the Chairperson's absence;
- C. The Third Vice-Chairperson shall be responsible for press releases and other communications with the media upon approval of the Commission or Executive Committee.
- D. In the event of a vacancy in the office of Chairperson, the First Vice-Chairperson shall become Chairperson. The Second Vice-Chairperson shall become First Vice-Chairperson; the Third Vice-Chairperson shall become Second Vice-Chairperson, and the Member-At-Large shall become the Third Vice-Chairperson. The Commission shall then fill the Member-At-Large vacancy; and
- E. In the event of a vacancy in any of the Vice-Chairpersons' positions or of the Member-At-Large, the procedure shall be for the remaining Vice-Chairpersons or Member-At-Large to move to the position above. The Commission shall then nominate members for any subsequent remaining vacancies, at the next regular monthly meeting, and then shall hold elections at the following monthly meeting to fill those vacancies.

ARTICLE VI

STANDING COMMITTEES:

- A. The Standing Committees of the Commission shall be an Executive Committee, Legislative Committee and Liaison Committee. Committee appointments shall be for a one-year term. A member appointed to fill a vacancy on any committee shall serve for the unexpired term of the member succeeded.

ARTICLE VII

STANDING COMMITTEES CONDUCT OF BUSINESS:

Each standing committee:

- A. Shall provide for a time and place for regular meetings;
- B. May hold special meetings at any time and at any place, with or without written notice, upon the calling thereon by the Chairperson of such committee;
- C. Shall obtain facts, deliberate questions of policy, and make recommendations for action to the Commission, as to matters within the committee's responsibilities; and
- D. Shall transmit minutes of each meeting to the Chairperson of the Commission.

ARTICLE VIII

STANDING COMMITTEES RESPONSIBILITIES:

The responsibilities of the Standing Committee shall be as follows:

- A. Executive Committee: shall consist of the Chairperson, First Vice-Chairperson, Second Vice-Chairperson, Third Vice-Chairperson, and the Member-At-Large. The Executive Committee shall:
 1. Hold meetings once a month and any additional meetings, when deemed necessary for the pursuit of Commission business, at the discretion of the chairperson or the Commission at large;

2. Handle press releases and other communications with the media in the event the Commission, due to time, is unable to act on such communications presented by the Third Vice-Chairperson;
 3. Obtain facts, deliberate questions of policy, and make recommendations for action to the Commission as to any and all matters within the purview of the Commission; and
 4. Take necessary actions which, due to time, cannot wait until the next regular Commission meeting.
- B. Legislative Committee: shall be responsible for the review of current legislation which affects consumers, and formulating recommendations for the Commission regarding the support of or the opposition to these bills. The Legislative Committee shall work toward devising proposals for legislation to deal with consumer problems.
- C. Liaison Committee: shall be responsible for training and orienting new commissioners to the procedures and responsibilities of the Commission.

ARTICLE IX

AD HOC COMMITTEES-CONDUCT OF BUSINESS: RESPONSIBILITIES:

Any Ad Hoc Committee, created by the Commission, shall conduct business in the same manner as standing committees, and shall have the responsibilities set forth in the Commission's resolution creating such committees. Ad Hoc committees will be reviewed and evaluated each quarter.

ARTICLE X

NOMINATIONS AND ELECTIONS PROCEDURE:

At the regular October meeting, the Commission shall designate three (3) of its members to nominate candidates for the offices of Chairperson, First Vice-Chairperson, Second Vice-Chairperson, Third Vice-Chairperson, and Member-At-Large. Any member of the Commission, except the Chairperson, shall be eligible to be a member of the nominating committee. The Nominating Committee shall elect its own Chairperson; nominate candidates for the Commission's officers; poll each commissioner, verbally or by E-mail, facsimile (FAX) or first-class mail not less than five (5) days prior to the regular November meeting of the Commission, as to their interest on serving on the Executive Committee. Members of the Commission, other than those nominated by the Nominating Committee, may be nominated from the floor for all of the offices of the Commission; provided, however, that no member shall be eligible for the office of Chairperson for more than two (2) consecutive full terms. No member of the Commission

shall be nominated for more than one position on the Executive Committee. Then at the regular December meeting, the Commission shall elect all the officers to serve for the next succeeding 12 months, beginning on January 1.

ARTICLE XI

TIME AND PLACE OF MEETING:

The time and place of Commission meetings shall be established as follows:

- A. Regular Meetings: The regular date of the Commission meetings shall be the second Thursday of the month at a time and place designated by the Commission members. Any exception to this must be approved by a majority of the Commission.
- B. Special Meetings: A special meeting may be called at any time by the Executive Committee, or by a majority of the Commission, by contact via telephone, mail, or other written notice to each member of the Commission, if time permits. Such notice shall be delivered by telephone, facsimile (FAX), E-mail, or by mail at least 24 hours before the time of the meetings, as specified in the notice. The call and/or notice shall specify the time and place of the special meeting, and the business to be transacted.
- C. The Commission must meet at least ten (10) times during the calendar year. The Commission itself shall decide which month or months to be in recess.

ARTICLE XII

CONDUCT OF MEETINGS:

Meeting of a Commission shall be conducted according to the following rules:

- A. Order of business: Business shall be transacted in accordance with the agenda prepared by the CHAIRPERSON and/or Executive Committee, except that the Commission may, at any meeting, suspend the operation of this rule and provide for the transaction of business in a different order.
- B. Roll Call Vote: Each Roll Call Vote shall be taken in alphabetical order, except that the CHAIRPERSON shall be called last, and shall be recorded.
- C. Roll Call Not Required: The roll need to be called in voting upon a motion, except when requested by a member. If the roll is not called, in the absence of objection the Chairperson may order the motion approved without dissent.

- D. Appearance by Members of the Public: the Chairperson shall decide the order of appearance and time limits for speaking by members of the public.
- E. Parliamentary Authority: Except as otherwise prescribed in these rules for the conduct of distance, all Commission meetings shall be governed by Roberts' Rules of Order which may be suspended by a two-thirds (2/3) vote of the member voting.
- F. Quorum: a quorum shall consist of five (5) Commission members.
- G. Proxy Voting: Proxy voting shall not be allowed.
- H. When Commission consensus is necessary, and there is no time for a general Commission meeting, the Commissioners can be polled by telephone, fax or E-mail.

ARTICLE XIII

OTHER REQUIREMENTS:

- A. No unfavorable resolution shall be presented to the Commission which refers to any individual commissioner by name.
- B. No statements shall be made, or action taken by the Commission, on behalf of or in the name of the Commission, unless specifically authorized by the Chairperson, Commission or by a majority of the Executive Committee.
- C. Commission Qualifications:

All appointees to this Commission shall be residents of the County of Alameda unless such residency requirement is waived by a majority vote of the members of the Board of Supervisors. Grounds for waiver may include but are not limited to lack of availability of county residents who are willing to serve on this Commission or an individual who is a non-resident but has special qualifications that are necessary for the position.
- D. Term of Office: All Commissioners shall be designated by the County District Supervisor they represent and appointed by the County Board of Supervisors. Commissioners shall serve for a term of two years, provided that of the initial appointees, seven shall be appointed for a one-year term and eight shall be appointed for a two year term. No commissioner shall serve more than six (6) successive terms or twelve (12) consecutive terms. Unless otherwise provided by general law or charter:
 - 1. Commissioners shall serve a term of two (2) years and until a successor has been designated, but no more than twelve (12) consecutive years.

2. If reappointment to another full-term would cause any appointee to serve more than 12 consecutive years on this commission, such appointee shall not be re-appointed by the Board of Supervisors.
3. If any appointee is still serving on this commission after 12 consecutive years, such appointee on this commission shall then be deemed to hold over until a successor is appointed and qualified.
4. The provisions of this section may be waived to allow for an appointee to serve for a period longer than 12 consecutive years upon a majority vote of the members of the Board of Supervisors.
5. County Supervisors will appoint upon approval of the entire Board of Supervisors a membership-at-large representative from the California Department of Consumer Affairs.

ARTICLE XIV

EVENTS CAUSING VACANCY:

A. A vacancy or vacancies on the Commission shall exist on the occurrence of the following:

1. Upon a Commissioner's third or more successive unexcused absences from regular meetings. An unexcused absence means any absence from a regularly scheduled meeting not previously arranged and/or approved through notification to the Chair or Vice Chair 24 hours prior to the commencement of the meeting.
2. The death or resignation of any Commissioner.
3. Upon a Commissioner's completion of six successive terms or twelve (12) consecutive years of service

B. Resignations:

1. Any Commissioner may resign by submitting a notice to the Chairperson of the commission and the Clerk of the Board of Supervisors.
2. The resignation shall be effective when the written notice is given, unless it specifies a later time.
3. The vacancy shall be filled as specified herein.

C. Vacancy or Reduction of Number of Commissioners:

1. The Clerk of the Board shall notify the affected Board Office and the Commission Chair of any vacancy.
2. Vacancies shall be filled by the Board of Supervisors from qualified volunteers meeting the qualifications.
3. No reduction of the authorized number of Commissioners shall have the effect of removing any Commissioner before that Commissioner's term of office expires.

ARTICLE XV

AMENDMENTS:

These rules of Commissioners may be amended by a two-thirds (2/3) vote of the members present at any regular meeting. Notice of any proposed amendment, together with a copy of the proposed amendment, shall be delivered by mail or fax to each member of the Commission, at least ten (10) days in advance of the meeting at which the amendment is to be proposed.