# OPERATING GUIDELINES

FOR

SAN JOAQUIN VALLEY SMALL BUSINESS COUNCIL

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Revised: 10/25/2011
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PREAMBLE
The purpose of the Caltrans San Joaquin Valley Small Business Council is to provide a forum for small business trade associations and small business entities to comment and provide feedback on Caltrans policies and practices that affect or impact small business utilization and participation in Caltrans contracts and projects.

Caltrans uses external advisory committees to develop solutions to the State’s transportation problems, to disseminate information regarding specific Caltrans projects and programs, and to provide a forum for interactive discussions with interested parties. External advisory committees do not adopt policies that conflict with Caltrans’ policies or that could be construed as representing Caltrans’ policies.

ARTICLE I. - NAME
1. The name of this organization is the "San Joaquin Valley Small Business Council", hereinafter referred to as the "Council".

2. The "Department", "DOT", and "Caltrans" mean the California Department of Transportation.

3. The “District Director(s)” means the District Director(s) or his/her designee.

ARTICLE II. - OPERATING PROCEDURES
Except where otherwise expressed in these Guidelines, the Council shall adhere to and operate in accordance with Robert's Rules of Order. The Council Chair shall be responsible for ruling on matters of procedure. Questions as to the meaning and interpretation of the Guidelines shall be the responsibility of the Council Chair.

ARTICLE III. - STRUCTURE
A. The Council Chair shall be the District Director(s)

1. The Chair may appoint a representative in his/her absence.

2. The Chair shall preside over all meetings of the Council.

3. The Chair shall be an ex-officio member of all Subcommittees.

4. The Chair shall facilitate the Council meeting date, time and location.

5. The Chair shall disseminate the minutes, agenda and schedule special presentations.
6. The Chair shall accept an issue or concern from the full Council or Council Subcommittees regarding Caltrans activities.

7. The Chair shall appoint a Council Coordinator (Caltrans employee) as the single contact person to provide the general administrative activities in maintaining the Small Business Council activities.

B. Caltrans Liaison to Subcommittees

The Caltrans Liaison will represent the Department on the individual Council subcommittees. The Liaison will be one that is knowledgeable of the activities associated with the subcommittee objectives. The Liaison shall:

1. Attend subcommittee meetings when applicable.

2. Provide information and assistance to maintain meeting minutes

C. Subcommittee Chair

The Subcommittee Chair shall:

1. Serve a minimum of one year--not to exceed two calendar years. Prior to the election, the current Chair of each subcommittee shall first solicit nominations of Council members interested and willing to serve as Subcommittee Chair, and will be elected by the subcommittee.

2. Only Council members are eligible to serve as a subcommittee Chair.

3. Hold the position from January 1 through December 31.

4. Prepare the subcommittee agenda, schedule the meeting time and location and oversee minute preparation.

5. Present to the full Council a summary of all discussions and agreements of the subcommittee meetings. A copy of the subcommittee minutes shall be presented to the Council Chair.

6. Disseminate Action Items and minutes to the Council Coordinator ten (10) working days prior to the next scheduled Council meeting.

D. **Subcommittees**

The Council shall be composed of the following Subcommittees:

1. Construction Subcommittee (focus: Caltrans construction activity).

2. Participation Subcommittee (focus: Architectural and Engineering, Land Surveying, other Service Contracts)

3. Commodities Subcommittee (focus: Caltrans procurement of commodities).

All Subcommittees shall define their objectives.

E. **Other Subcommittees**

1. The recommendation to form a new subcommittee and appointment of a Subcommittee Chair must be approved by the Council Chair. The recommendation must be in writing and include the objective and duration of the Subcommittee.

**ARTICLE IV. - MEMBERSHIP**

A. **Criteria for Membership**

1. Applicants must be a small business trade association representing at least twenty-five (25) members, organized under the laws of California, or a small business entity and having a small business interest in Caltrans contracts and projects; specifically, construction, commodities, architecture and engineering.

2. Applicants must submit a written request to become a member of the Small Business Council (including the name of the person nominated to be the Primary representative and the name of the person nominated to be the Alternate representative) to the Chair. The request for membership shall indicate the purpose for the request, and if the primary business as an interest in, i.e., commodities, construction, A&E contracting activities. The request for membership on the Small Business Council will be reviewed and approved/denied by the Council Chair. The Council Chair shall respond to all requests for membership in writing.

3. All members serve at the pleasure of the Council Chair.
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4. All members shall observe the Department policies on Sexual Harassment, Workplace Violence, Drug-Free Work Place, Incompatible Activities and Conflict of Interest, Ethics, and Zero-Tolerance of Discrimination (Equal Employment Opportunity).

5. Membership on the Council shall be limited to 25 primary representatives.

6. Any member on the Small Business Council shall be removed from the Council membership after three consecutive absences of the Primary or Alternate representatives at regularly scheduled meetings.

7. Any member association on the Small Business Council shall be removed from the Council membership when there is dissolution of a member association.

8. Any member Representative shall be replaced for:
   1) Disruptive and/or abusive behavior.
   2) Non-observance of the Department policies (Article IV, A4.)

9. A Primary/Alternate business’ membership/representation term is four (4) years. The Council Chair will evaluate membership on the Small Business Council in an effort to maintain a balance of small business representation. When a member vacancy occurs, consideration will be given to applicants that have not previously been a part of the Council and to applicants representing a District membership. A waiting list will be established for that purpose.

10. No Primary or Alternate representative on the Council shall represent themselves as speaking for or acting on behalf of the Council or the Department.

11. No Primary or Alternate member shall use their membership on the Council or Subcommittee for personal gain and or influence, as a means to obtain preliminary access to or obtain privileges to contract opportunities, contract administration, or access to government elected officials. (See Ethics Policy.)

ARTICLE V. - ROLE OF THE PRIMARY/ALTERNATE COUNCIL MEMBERSHIP

The role of the Council membership is to provide input and feedback in an advisory capacity on Caltrans policies and practices that affect or impact small business utilization and participation in Caltrans contracts and projects.
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1. It is the responsibility of the Primary/Alternate representatives to actively participate and serve on a Council Subcommittee of interest to the business’ membership.

2. It is the responsibility of the Primary/Alternate representatives to disseminate information resulting from Small Business Council meetings.

3. It is Caltrans’ responsibility to provide meeting minutes within ten (10) working days of a Council meeting. (See Page 3, Article III., B., 2.)

ARTICLE VI. - COUNCIL MOTIONS AND VOTING RIGHTS

1. The Council Chair shall not vote except to break a tie.

2. The right to make a motion or vote on issues before the Council is limited to the Primary/Alternate representatives. The Primary representative will cast one vote for his/her member business. The Alternate representative is allowed to cast one vote only when the Primary representative is absent. Motions involving policies and practices of Caltrans shall be voted upon by Council members and shall be set forth as recommendations to Caltrans made in an advisory capacity only.

3. A quorum of the Council shall consist of one-third of the voting members. A quorum for a Subcommittee shall consist of one-third of the subcommittee members.

ARTICLE VII. - MEETING DATES

The general meeting of the Council will convene four times per calendar year (quarterly) with one of those meetings hosting the Statewide Small Business Council Meeting in July. The Subcommittees will meet during the general meeting of the Council. Meetings will be held on the Tuesdays or Thursdays of the selected month, based on video-teleconference room availability. The Council Chair retains authority to change meeting dates or schedule additional meetings as necessary. A Notice of Change to be given within ten (10) working days.

ARTICLE VIII. - MEETING MINUTES

Approval of complete minutes from the previous Council meeting shall be a regular agenda item. The meeting highlights shall not be official until approved by the Council and signed by the Council Chair.
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ARTICLE IX. DISTRICT SMALL BUSINESS COUNCILS

Statewide issues raised at the San Joaquin Valley Small Business Council meetings shall be referred to the Statewide Small Business Council for action, along with the minutes of the San Joaquin Valley Small Business Council within ten (10) working days of the San Joaquin Valley Small Business Council meeting.

The District Director presides over the Small Business Council. The District Director may follow the statewide Small Business Council operating guidelines. The District Director may make adjustments to the operating guidelines to best meet the local interest of the Small Business Council.