

CHARTER

Department of General Services

Small Business Advisory Council

Preamble

The purpose of the Department of General Services (DGS) Small Business Advisory Council is to provide a forum for small businesses, small business affiliate organizations and small business associations to comment and provide feedback on the DGS policies and practices that affect or impact small business utilization and participation in DGS and other state agency contracts and projects.

The DGS Small Business Advisory Council is not a policy-making body. The council can advise or make recommendations to DGS regarding state procurement policies and practices, disseminate information regarding specific DGS projects and programs, and provide a forum for interactive discussion with interested parties. DGS will consider recommendations from the council and determine the course of action.

Article I. Name

- A. The name of this organization is the "DGS Small Business Advisory Council", hereafter referred to as the "SBAC" or the "Council".
- B. The "Department" and "DGS" mean the Department of General Services.
- C. The "Director" means the Director of the Department of General Services or his/her designee.

Article II. Operating Procedures

Except where otherwise expressed in this Charter, the Council must adhere to and operate in accordance with Robert's Rules of Order. The DGS Co-Chair, whose roles are described in Article III, will be responsible for the rulings in matters of procedure. Questions as to the meaning and interpretation of this Charter will be the responsibility of the DGS Co-Chair.

Article III. Structure

The Council shall be jointly chaired by the DGS Co-Chair and the SBAC Member Co-Chair.

- A. The DGS Co-Chair is the Deputy Director of the Procurement Division (PD).
The DGS Co-Chair:
 - 1. May appoint a representative in his/her absence.
 - 2. Will preside over all meetings of the Council.
 - 3. Will be an ex-officio member of all Committees.
 - 4. Will schedule the Council meeting date, time and location.

CHARTER

Department of General Services Small Business Advisory Council

5. Will disseminate the minutes and the agenda, and schedule special presentations.
 6. May accept an issue or concern from the full Council or Council Committees regarding DGS activities.
- B. The SBAC Member Co-Chair will be appointed by the DGS Co-Chair. The DGS Co-Chair is the sole decision maker to appoint the SBAC Member Co-Chair and determines the length of time the SBAC Member Co-Chair will serve.

The SBAC Member Co-Chair:

1. Will assist in facilitating the bi-annual strategic planning meeting.
 2. Will act as the point of contact for SBAC committees.
 3. Will ensure that all members serve on at least one SBAC committee.
 4. May facilitate goals for the committees to ensure they are on task and are having regularly scheduled meetings.
 5. Will act as the main point of contact for and assist as a mediator in resolving disagreements among members of the council.
 6. Must communicate any concerns/issues related to DGS programs and policies to the DGS Co-chair.
 7. Will work with the SBAC committee chairs to gather any action items generated from SBAC committees.
 8. Will work with the DGS liaison and the DGS Co-chair to finalize the agenda for SBAC meetings.
 9. Will facilitate the SBAC meeting in the absence of the DGS Co-chair, unless the DGS Co-chair designates an alternate facilitator.
 10. May make a motion or vote on issues before the Council.
 11. Must attend at least three out of the four quarterly SBAC meetings.
- C. DGS Liaison to the Council

The DGS Liaison will represent DGS at regularly scheduled SBAC meetings. The Liaison will be a staff member familiar with the activities associated with the Council's objectives.

The DGS Liaison will:

1. Create the agenda for Council meetings, secure speakers and disseminate related Council meeting communication to SBAC members.
2. Attend the annual planning session.
3. Attend Council meetings and support the Co-Chairs through taking roll call, recapping outstanding action items, managing time throughout the meeting and ensuring the public comment period is observed.
4. Complete meeting minutes after each meeting and disseminate them to Council members.

CHARTER

Department of General Services

Small Business Advisory Council

5. Attend and/or assist with committee meetings, as needed, by request of the Committee chair.

D. Committee Chair

The Committee Chair will:

1. Serve as Committee Chair for a minimum of one year—not to exceed two calendar years. Prior to the selection, the current Chair of each Committee shall first solicit nominations of Council members interested and willing to serve as Committee Chair.
2. Primary members are eligible to serve as a Committee Chair.
3. Prepare the Committee agenda, schedule the meeting date, time and location, and oversee preparation of the minutes.
4. Submit committee meeting action items to the DGS Liaison to be placed as agenda items for the next regularly scheduled SBAC meeting.
5. Present to the full Council with DGS Co Chair approval, a summary of all discussions and recommendations from the Committee meetings. A copy of the Committee minutes must be presented to the DGS Co-Chair in advance of the full Council meeting.

E. Committees

Committees of the SBAC will be established or renewed at the SBAC's biannual strategic planning meeting with DGS Co-chair approval. All Committees shall define their objectives at the biennial strategic planning meeting in which they are established. There shall be no more than four (4) committees.

F. New Committees

Only the DGS Co-Chair may establish new Committees outside of the biannual strategic planning meeting.

1. The recommendation to form a new Committee and the appointment of a Chair must be approved by the DGS Co-Chair. The recommendation must be in writing and include the objective and duration of the new Committee.
2. The new Committee Chair shall have the same role and responsibilities as a Committee Chair as detailed above.

Article IV. Membership

A. Criteria for Membership

CHARTER

Department of General Services

Small Business Advisory Council

1. An applicant must be a SB or DVBE association representing at least 35 members, organized under the laws of California and with a small-business interest in state contracting, procurement and projects-- specifically in the areas of commodities, construction, IT goods and services, and professional services, An applicant can also be a certified small business (SB)/disabled veteran business enterprise (DVBE) owner as long as does not limit its representation to its own unique and individual business interests.
2. An applicant business or association must submit a written application and sign an oath of allegiance to become a member of the DGS Small Business Advisory Council with 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 DGS Co-Chair.
 - a) An association applying for membership must indicate the purpose for the request, association membership size, association membership's geographical coverage (local, regional, statewide), and the primary business interest of the association.
 - b) A business applying for membership must indicate the purpose for the request, the primary interest of the business and describe how its representation is not unique to the individual business but addresses the business community needs/interests to a larger extent.
3. The request for membership on the DGS Small Business Advisory Council will be reviewed and approved or denied by the DGS Co-Chair. The DGS Co-Chair will respond to all requests for membership in writing. Applications for membership will be accepted on a continuous basis and filled when a vacancy occurs.
4. Membership on the Council is limited to a maximum of 25 Primary Representatives.
5. Any member serving on the DGS Small Business Advisory Council shall be removed from the Council membership for any of the following causes:
 - a) Dissolution of a member association or business.
 - b) Two consecutive absences of the SBAC organization (both the Primary or Alternate Representative) at regularly scheduled meetings.
 - c) Primary representative has failed to attend a minimum of two out of the four quarterly meetings.
 - d) No longer being certified as a small businesses or small business for the purpose of public works by or in good standing with the State of California.

CHARTER

Department of General Services Small Business Advisory Council

6. Members serve a two-year term with the option to apply for additional successive terms. DGS will notify members 60 days prior to their need to renew and will be expected to sign a declaration of renewal or discontinuation as a member. The DGS Co-Chair will evaluate membership on the DGS Small Business Advisory Council in an effort to maintain balance of SB and association representation. When a member vacancy occurs, consideration will be first given to applicant associations that have not previously been a part of the Council and to applicant associations representing a statewide membership. A waiting list will be established for that purpose.
7. Members who wish to no longer hold a primary or alternate position on the Small Business Council must notify DGS via email at: DGSSBCouncil@dgs.ca.gov.
8. In the case where an existing primary and/or alternate Council member changes organizations but wishes to remain on the Council, an application for membership must be sent to DGS via email at: DGSSBCouncil@dgs.ca.gov. The DGS Co-Chair will review the member change request. Please note the request to remain on the Council is not guaranteed. DGS will respond in writing within ten business days with a decision to approve or deny.

Article V. Role of the Primary/Alternate Council Member

The role of the Council member is to provide input and feedback in an advisory capacity on DGS policies and practices that affect or impact small business utilization and participation in contracts and projects statewide.

1. It is the responsibility of the Primary/Alternate representatives to actively participate and serve on at least one Council Committee of interest to the business or association's membership.
2. It is the responsibility of the Primary/Alternate representatives to disseminate and/or gather input upon DGS request on information resulting from the DGS Small Business Advisory Council meetings to their association membership.
3. At times, DGS will seek direct expertise and input from the council via surveys, vendor forums or questionnaires. It the responsibility of the Primary/Alternate to ensure timely response to DGS.

Article VI. Council Motions and Voting Rights

1. The Council Co-Chairs 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 association. The Alternate

CHARTER

Department of General Services

Small Business Advisory Council

- representative is allowed to cast one vote only when the Primary representative is absent. Motions involving policies and practices of DGS will be voted upon by Council members and will be set forth as recommendations to DGS made in an advisory capacity only.
3. A quorum of the Council shall consist of a simple majority of the voting members. A quorum for a Committee shall consist of a simple majority of the Committee members.

Article VII. Council Meeting Dates

The general meeting of the Council will convene in the DGS headquarters. Based on necessity, a meeting may take place in another location or virtually with approval of the DGS Co-Chair. Specific meeting dates will be determined prior to each annual planning meeting and provided to all Council members. The DGS Co-Chair retains authority to change meeting dates and locations when necessary. The meetings of the Council will abide by the applicable provisions of the Bagley-Keene Open Meeting Act (Gov. Code, §§11120-11132).

Article VIII. Meeting Minutes

It is DGS's responsibility to provide draft meeting minutes within 10 working days prior to the next Council meeting.

Approval of minutes from the previous Council meeting will be a regular agenda item. The meeting highlights are not official until approved by the Council and approved by the DGS Co-Chair.

Article IX. Reimbursement

DGS may reimburse the primary or alternate member (when the primary is absent) for reasonable travel expenses in order to attend a DGS Small Business Advisory Council meeting in accordance with CalHR travel rules, policies, and procedures. Travel expenses are strictly related to attending the DGS Small Business Advisory Council meeting and will only be considered for primary or alternate members. Only one SBAC member's representative may receive travel reimbursement per meeting. Travel expenses include airfare, parking and transportation to and from the meeting. Members must choose a travel method that is in the best interest of the state and will be reimbursed based on the cost of a travel method that is in the best interest of the state. To request reimbursement after attending a meeting, members must complete a travel expense claim and provide all receipts to DGS for reimbursement. (See DGS travel procedures.) DGS reserves the right to discontinue reimbursement of travel expenses at any time. Members will be notified in advance.

CHARTER

Department of General Services

Small Business Advisory Council

Article X. Conduct

- 1) All Members must observe DGS policies concerning Sexual Harassment, Workplace Violence, Drug-Free Workplace, Incompatible Activities and Conflicts of Interest, and Zero-Tolerance of Discrimination.
- 2) Any Member serving on the Council will be removed for:
 - a) Disruptive and/or abusive behavior.
 - b) Non-observance of DGS policies.
- 3) No Primary or Alternate Member serving on the Council may represent himself or herself as speaking for or acting on behalf of the Council or DGS.
- 4) No Primary or Alternate Member may use their membership on the Council or Committee for personal gain 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)