

**OPERATING GUIDELINES
FOR
CALTRANS SMALL BUSINESS COUNCIL
AND
DISTRICT SMALL BUSINESS COUNCILS**

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PREAMBLE

The purpose of the Caltrans Small Business Council is to encourage the participation of small businesses with Caltrans and to provide a forum for small business trade associations 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 "Caltrans Small Business Council", hereinafter referred to as the "Council".
2. The "Department", "DOT", and "Caltrans" mean the California Department of Transportation.
3. The "Director" means the Department Director 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. Council Chair shall be the Director of Transportation:
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 Committees and 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 Committees regarding Caltrans activities.

B. Caltrans Liaison to Committees

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

1. Attend Committee meetings and the Annual Planning session, when applicable.
2. Provide information and assistance to maintain meeting minutes and disseminate within ten (10) working days after meeting. (see page 6, Article V., 3.)

C. Committee Chair

The Committee Chair shall:

1. Serve a minimum of one year--not to exceed two calendar years. Prior to the election, the current Chair of each Committee shall first solicit nominations of Council members interested and willing to serve as Committee Chair.
2. Only designated Primary Council members are eligible to serve as a Committee Chair.
3. Hold the position from January 1 through December 31.
4. Prepare the Committee agenda, schedule the meeting time and location and oversee minute preparation.
5. Solicit agenda items from Committee members and submit all agenda items in writing to the Council Coordinator no later than seven (7) calendar days prior to the scheduled Committee meeting.
6. Present to the full Council a summary of all discussions and agreements of the Committee meetings. A copy of the Committee minutes shall be presented to the Council Chair.
7. Disseminate Action Items and minutes within ten (10) days of meeting.
8. Report on Executive Committee meetings to Standing Committee.

D. Standing Committees

The Council shall be composed of the following Standing Committees:

1. Construction Committee (focus: Caltrans construction activity).
2. Professional Services Committee (focus: Architectural and Engineering, Land Surveying, and other Service Contracts)
3. Commodities Committee (focus: Caltrans procurement of commodities).
4. DVBE Committee (focus: Caltrans administration of the DVBE State statutes).
5. Executive Committee, composed of four Committee Chairs, which shall meet monthly with the Council Chair.

All Standing Committees shall define their objectives.

E. Other Standing Committees

Only the Council Chair may establish other Standing Committees.

F. Special Committees and 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.
2. The Subcommittee Chair shall assume the same role and responsibilities of a Committee Chair.

ARTICLE IV. -- MEMBERSHIP

A. Criteria for Membership

1. Applicant associations must be a small business trade association representing at least thirty-five (35) members, organized under the laws of California and having a small business interest in Caltrans contracts and projects; specifically, construction, commodities, architecture and engineering.
2. Applicant associations must submit a written request to become a member of the Caltrans 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 Council Chair. The request for membership shall indicate the purpose for the request,

association membership size, association membership's geographical coverage (localized, statewide), and if there is a primary business interest the association has an interest in, i.e., commodities, construction, A&E contracting activities. The request for membership on the Caltrans 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.
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 thirty-five (35) Primary representatives.
6. Any member association on the Caltrans Small Business Council shall be removed from the Council membership for any of the following causes:
 - a. Dissolution of a member association
 - b. Three consecutive absences of the Primary or Alternate representatives at regularly scheduled meetings
- 6A. Any member Association's representative shall be replaced for:
 - a. Disruptive and/or abusive behavior
 - b. Non-observance of the Department policies (see Article IV. A4.)
7. A Primary/Alternate Association's membership/representation term is four (4) years. The Council Chair will evaluate membership on the Caltrans Small Business Council in an effort to maintain a balance of small business association representation. When a member vacancy occurs, consideration will be 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.
8. No Primary or Alternate representative on the Council shall represent themselves as speaking for or acting on behalf of the Council or the Department.
9. No Primary or Alternate member shall use their membership on the Council or Committee 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.

1. It is the responsibility of the Primary/Alternate representatives to actively participate and serve on a Council Committee of interest to the association's membership.
2. It is the responsibility of the Primary/Alternate representatives to disseminate information resulting from Caltrans Small Business Council meetings to their association membership.
3. It is Caltrans' responsibility to provide meeting minutes within ten (10) 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 association. 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 Committee shall consist of one-third of the Committee members.

ARTICLE VII. -- COUNCIL MEETING DATES

The general meeting of the Council will convene in Sacramento. Specific meeting dates will be determined prior to each annual planning meeting and provided to all Council members. The Council Chair retains authority to change meeting dates when necessary.

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.

ARTICLE IX. -- REIMBURSEMENT

Caltrans may reimburse the Primary member for reasonable travel expenses in order to attend a Caltrans Small Business Council meeting. If the Primary member is unable to attend a Caltrans Small Business Council meeting, the Alternate member may be reimbursed reasonable travel expenses. Travel expenses are strictly related to the Caltrans Small Business Council meeting. Travel expenses are not reimbursable for non-Caltrans Small Business Council meetings. Generally, travel reimbursement will be limited to the Annual Planning meeting. The Council Chair may cease to reimburse any or all related travel expenses.

ARTICLE X. -- DISTRICT SMALL BUSINESS COUNCILS

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

The District Director presides over the District 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 District Small Business Council.