

**PIMA COUNTY  
SMALL BUSINESS COMMISSION  
BYLAWS**

**ARTICLE I  
NAME**

Section 1. The name of this organization shall be the Pima County Small Business Commission (SBC).

**ARTICLE II  
LEGAL REQUIREMENTS**

Section 1. The Pima County Small Business Commission was created by Resolution 2003-52. The Commission will function under the authority of that resolution and other stipulations as stated by the Pima County Code.

Section 2. All Commission meetings will be conducted with the Arizona Public Open Meeting Law, A.R.S. § 38-431.

**ARTICLE III  
FUNCTION AND PURPOSE**

Section 1. To advise the Pima County Board of Supervisors on current and proposed County policies affecting small business; and

Section 2. To facilitate communications between the County and small businesses.

**ARTICLE IV  
MEMBERSHIP, APPOINTMENTS AND QUALIFICATIONS**

Section 1. In accordance with Resolution 2015-45 adopted by the Pima County Board of Supervisors on July 5, 2015, the Commission shall be composed of 11 members.

Section 2. The Commission will have 11 members: each Supervisor shall have 2 appointments. One (1) at-large member shall be selected by a majority of Commission members currently in office where a quorum is present for the transaction of business. Each appointed member shall serve until replaced by the appointing supervisor or the appointing Supervisor's successor; the at-large member shall serve an indefinite term.

Section 3. Commission membership, whether by Supervisor appointment or by Commissioner selection, shall emphasize individuals from small businesses having 1–15 full-time equivalent (FTE) employees, with an upper limit of 125 FTE employees at the time of appointment or selection to the Commission.

Section 4. Members shall be company owners or managers.

Section 5. The companies must be located within Pima County.

- Section 6. Vacancies on the Commission shall be filled in the same manner in which members are initially appointed or selected by the Commission.
- Section 7. Members are required to notify Commission staff in advance of their expected absence from a meeting. Absences may be excused for health, business, and family-related matters when notice is provided to Commission staff in advance of a meeting where the absence occurs.
- Section 8. In the event that a member has 3 unexcused absences from Commission meetings in a 12-month period, the following actions may be taken by a majority of the Commission:
- a. For an appointed member, the Commission will notify the appointing Supervisor of the member's multiple unexcused meeting absences.
  - b. For the at-large member, the Commission will declare the office vacant.
- Section 9. Nothing contained in these Bylaws shall be construed to prohibit individuals or businesses from employment or providing services under contract with Pima County, except that:
- a. Any member or member business that has a pecuniary relationship with Pima County, including any contracts for services, is required to declare the relationship to the full Commission; further, a member must withdraw from any Commission activity that may give rise to a potential conflict of interest.
  - b. Pima County employees are prohibited from serving as a member of the Commission.

#### **ARTICLE V** **OFFICERS**

- Section 1. The officers of the Commission shall include Chairperson and Vice Chairperson.
- Section 2. A majority of full Commission membership (6 members) constitutes a quorum for the purpose of conducting an election of officers. Nominations for officer positions and the notice of election of officers shall take place no later than December 31 each year at the meeting preceding the election of officers. Election shall take place by voice vote.
- Section 3. The term of each elected officer shall be one year. No officer may hold the same office for more than two consecutive terms.
- Section 4. Each elected officer shall hold office until a successor is elected and qualified. In the event that an officer's term on the Commission should become vacant prior to the completion of his/her term of office, a nominating committee shall be formed to nominate a replacement to fill the unexpired term. Nominations to fill the vacant officer position and the notice of a special election to fill the vacancy shall occur at the meeting preceding the special election. The special election shall take place by voice vote.

**ARTICLE VI**  
**DUTIES OF OFFICERS**

- Section 1. The Chairperson shall:
- a. Preside at meetings of the Commission and ensure meetings are in compliance with all rules governing the Commission.
  - b. Ensure that Commission committees are established and chaired; and their tasks are expeditiously and effectively performed.
  - c. Serve as ex-officio member of all committees with the exception of the nominating committee.
  - d. Be a spokesperson for the Commission.
  - e. Take responsibility to implement the functions of the Commission as authorized by Resolution 2003-52 or as authorized by the Commission.
  - f. Prepare meeting agendas with Commission staff.

- Section 2. The Vice Chairperson shall:
- a. Perform all duties of the Chairperson during absence.
  - b. Act in an advisory capacity to the Chairperson and such functions as assigned by the Chairperson.
  - c. Meet with new appointees for orientation of the Small Business Commission.

**ARTICLE VII**  
**COMMITTEES**

- Section 1. The formation of committees shall be designated as deemed necessary by the Commission.
- Section 2. The Chairperson may call an Executive Session as deemed necessary.

**ARTICLE VIII**  
**MEETINGS**

- Section 1. The Commission shall hold a minimum of 10 meetings a year.
- Section 2. Except as otherwise specified in these Bylaws, a majority of Commission members currently in office shall constitute a quorum for the transaction of business.

Section 3. The Commission shall utilize Robert’s Rules of Order unless it adopts its own rules of order.

Section 4. Administrative support shall be provided by the Pima County Economic Development Office or equivalent.

**ARTICLE IX**  
**CONFLICT OF INTEREST**

Section 1. Nothing contained in these Bylaws shall be construed to prohibit individuals or businesses from employment or providing services under contract with Pima County; except:

- a. Pima County employees are prohibited from serving as a member of the Commission
- b. Any member of the Commission who has, or whose relative (as defined by A.R.S. § 38-502 [9]) has, or is employed by or associated with a firm or company which has a substantial financial interest in any decision of the Commission, shall make known such interest so that it is recorded in the minutes of the Commission; and refrain from participating in any manner in such decisions. All members of the Commission shall comply with the provisions of A.R.S. § 38-501, et. seq.
- c. Pima County shall not enter into any agreement with a member of the Commission, a relative of a member of the Commission, or a firm or company which employs or is associated with a member of the Commission, to provide equipment, materials, supplies or services to the Commission provided; however, such procedures shall not apply to an award or agreement after competitive bidding.

**ARTICLE X**  
**PUBLIC RECORD**

Section 1. The minutes of the proceedings, except for executive session, are public record and shall be filed with the Pima County Economic Development Office or equivalent. Minutes of Executive Sessions shall be taken and kept confidential in accordance with A.R.S. §38-431.03B.

**ARTICLE XI**  
**AMENDMENTS TO RULES**

Section 1. These bylaws may be amended by an affirmative vote of the majority of full membership provided that such amendments be announced at the previous meeting and properly noticed.

**ARTICLE XII**  
**FILING OF RULES AND REGULATIONS**

Section 1. Copies of the rules and regulations of the Commission and amendments thereof shall be filed as required by the Pima County Clerk of the Board.

*Amendments approved by an  
affirmative public vote of the Pima  
County Small Business Commission,  
July 15, 2021.*