



*Town of Yountville*

*"The Heart of the Napa Valley"*

# **TOWN OF YOUNTVILLE TOWN COUNCIL PROTOCOLS**

**January 7, 2020**

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By: Resolution Number 20-3966

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An Electronic Version of the Town Council Protocols is available on the Town's Website at [www.townofyountville.com](http://www.townofyountville.com) by selecting the Town Council tab and then selecting Mayor and Council Members.

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APPENDIX

Exhibit–*Rosenberg’s Rules of Order*: Simple Parliamentary Procedures for the 21<sup>st</sup> Century

# TOWN COUNCIL PROTOCOLS

## 1. PURPOSE

The purpose for establishing Town Council Protocols is to provide an effective environment for the Town Council to provide leadership. The protocols may be amended by resolution adopted by a majority vote of the Council Members and should be reviewed on a regular basis to ensure that the document remains helpful to the Council by providing a framework for effective leadership.

The protocols set forth herein are not intended to limit the inherent power and general legal authority of the Town Council. Any of the protocols herein may be waived by a majority vote of the Council Members when it is deemed that there is good cause to do so based upon the particular facts and circumstances.

### 1.1 Council-Manager Form of Government

The Town of Yountville operates according to the Council-Manager form of government which vests authority in an elected Town Council which, in turn, hires an appointed executive, the Town Manager. The Town Council is composed of five members elected from the Town on a nonpartisan basis to serve overlapping four-year terms. The Mayor is elected at-large to serve a four-year term as presiding officer at Town Council meetings and as the official head of the Town for legislative and ceremonial purposes. The Town Manager is appointed by the Town Council and serves at the pleasure of that body.

The Town Council is the Town's legislative and policy-making body. Acting as a whole, the Town Council is responsible for setting the direction of Town policy and for adopting ordinances, resolutions and other orders as necessary for governing the Town. The Town Manager is responsible for the overall administration of the Town, which includes implementation of the general policies set by the Town Council in addition to the day-to-day operation of all Town functions. The Town Manager, with the help of the staff, provides the Town Council with the information needed to fulfill its policy-making role.

The Council-Manager form of government separates legislative and executive responsibilities in a manner similar to state and federal governments. This system provides "checks and balances" of both policy and administrative branches of government by limiting the power of each.

## 1.2 Town Council Vision

In early 2017, the Yountville Town Council engaged in a strategic planning process which involves articulating a clear vision and mission for the organization, establishing goals, identifying priority initiatives, and creating an implementation plan. The Town of Yountville's Strategic Plan is intended to represent the Mayor and Town Council's vision for the community and those specific initiatives that will help accomplish that vision. The Town Council's Strategic Planning Framework is included as an attachment to these protocols.

The process of developing a strategic plan explores three specific questions:

1. What do we know to be true today? – Where are we? 2. What do we hope will be true in the future? – Where do we want to go? 3. What must go well in order to make it so? – How do we get there?

In this way, the Town of Yountville's Strategic Plan is a road map to help guide the community towards the outlined vision. Ultimately, a strategic plan is a fundamental management tool that exists to help the organization improve its delivery of services to the community. The strategic plan provides a framework for Town activities. The vision, mission, values, and critical success factors are intended to have a long-term view. The vision is a statement of what the Town wishes to become; the mission and values guide Town staff in their service to the community; and the critical success factors are those big buckets of "things that must go well" in order for the Town to achieve the vision.

The critical success factors, shown on the following page, provide a lens for viewing and understanding Town business. Initiatives were developed within several critical success factors that, when accomplished, move the Town towards the vision.

The Town Council reinforces the strategic plan and integrates it into the life and work of the organization through such mechanisms as Town Council Agenda items, Budgeting and Goal Setting, Internal and External Communications, and Performance Measures.



# Town of Yountville Strategic Planning Framework



*Town of Yountville*

*"The Heart of the Napa Valley"*

## Vision

Yountville...  
Building community. Welcoming all.  
Embracing our small **TOWN**.

- Treasured history
- Outstanding people
- World class experiences
- Natural Beauty

## Mission Statement

Yountville employees...  
Connected to our community. Delivering  
exceptional public services for our  
residents. Supporting a world-class  
destination with **HEART**.

## Organizational Values

- Hard working
- Ethical
- Adaptable
- Respectful
- Teamwork

## Critical Success Factors



### Exceptional Town Services and Staff

The Town supports its talented staff who deliver high quality municipal programs and services while maintaining public infrastructure for the benefit of the community.



### Engaged Residents

The Town embraces our residents' commitment to community as seen through volunteerism, civic engagement, and public participation that enhances the quality of life in Yountville.



### Responsible Fiscal Policy

The Town maintains its fiscal health through policies designed to maximize economic opportunities, manage expenses, and ensure prudent reserves.



### Quality of Life

The Town enhances the livability of Yountville by providing well-maintained public facilities, parks, and trails, and quality programs and events.



### Premier Destination

The Town values its residents, rich history, natural environment, culinary excellence, arts, and distinguished businesses that make our home a place people love.



### Visionary Leadership

The Town's leadership maintains an open-minded, forward-thinking decision-making process. We value engagement and participation from all members of the community as we work together to create policies and plan for the future.

## **2. STATUTORY REQUIREMENTS / REGULATORY GUIDELINES**

Certain state laws and other established regulations exist which govern various responsibilities of the Town Council and Town Boards, Commissions, and Committees. This protocol manual is not intended to duplicate, modify, supersede or repeat any existing statutes or regulations. Town Council Members are responsible for becoming familiar with these statutes and regulations and any discrepancies with state law will result in state law taking precedence.

### **2.1 The Brown Act**

The Ralph M. Brown Act ("Brown Act") is a law which provides that all meetings of a legislative body, whether meetings of the Town Council or its appointed commissions and committees, shall be open and public and all persons shall be permitted to attend. In order to ensure open and public meetings, the Brown Act includes numerous and detailed provisions affecting Town Council conduct. For example, regular meetings of the Town Council, or of other public bodies subject to the Brown Act, must be noticed and an agenda provided 72 hours prior to the meeting. Special Meetings require only a 24-hour notice and emergency meetings may be called with less time for notification. With a few exceptions and special rules, a "meeting" takes place whenever a quorum is present and subject matter related to the Town business is heard, discussed, or deliberated upon. Please refer to the Brown Act, California Government Code section 54950 et seq., for further details.

### **2.2 Political Reform Act**

The Political Reform Act states that public officials shall perform their duties in an impartial manner, free from bias caused by their own financial interests or the financial interests of persons who have supported them. The Political Reform Act establishes regulations regarding Conflicts of Interests and Campaign Receipts and Expenditures.

### **2.3 Mandatory Training**

#### Ethics Training for Local Officials (AB 1234)

Assembly Bill 1234 requires (among other things) that all local agencies that provide compensation, salary, or stipend to, or reimburses the expenses of, members of a legislative body must provide ethics training to local agency officials by January 1, 2007 and every two years thereafter. Training is currently provided through the Fair Political Practices Commission (FPPC), League of California Cities or by the Town, as needed.

#### Sexual Harassment Prevention Training

In addition, Council Members are required to take Sexual Harassment Prevention Training every two years.

## **2.4 *Rosenberg's Rules of Order: Simple Parliamentary Procedures for the 21<sup>st</sup> Century***

All procedural matters not otherwise provided for in or controlled by state law or by any ordinance, resolution, rule or regulation of the Town shall be governed by Rosenberg's Rules of Order: Simple Parliamentary Procedures for the 21<sup>st</sup> Century (attached as Exhibit). However, no ordinance, resolution, or other action of the Town Council shall be invalidated or the legality thereof otherwise affected by the failure or omission of the Town Council to observe or follow such rules. Rosenberg's Rules of Order are incorporated except to the extent they are modified

## **2.5 *Town of Yountville Municipal Code***

The Town of Yountville's Municipal Code consists of those codified ordinances of general municipal regulations and laws, and may be referred to as the Municipal Code. The Town Clerk is responsible for coordinating the codifying of ordinances as adopted by the Town Council which affect the Municipal Code and provides supplements on a bi-annual basis.

## **2.6 *Town of Yountville General Plan***

State Law requires every community in California to have a General Plan, which must contain seven elements: Land Use, Circulation, Housing, Conservation, Open Space, Noise, and Safety. An updated Housing Element that is consistent with State housing laws must be submitted to the State for review every eight years. A comprehensive review and revision of Yountville's General Plan occurred in 1992, with several additional revisions since then. The latest comprehensive General Plan review occurred as part of the Envision Yountville effort in 2017 and 2018 with final approval in 2019.

## **2.7 *Town of Yountville Fiscal Year Budget***

The Town's Fiscal Year Budget covers the period from July 1 through June 30. The Fiscal Year Budget is developed through various Budget Workshops or Work Sessions whereby Council together with staff establishes priorities for the upcoming Fiscal Year. The Fiscal Year Budget document consists of an overview of the prior year's budget, significant activities, activities of the state relating to the budget, current outlook, general fund revenues and expenditures, lease revenue bonds, personnel, enterprise and special project funds. Once adopted by majority of the Town Council, the budget sets policy for the coming fiscal year. It also approves expenditures, authorizes staffing levels and serves as a tool for current year goals and objectives.

## **2.8 *Town of Yountville Five-Year Capital Improvement Program (CIP)***

The Capital Improvement Program (CIP) is the primary infrastructure and planning tool for the Town. The CIP is a statement of the Town's policies and financial abilities to manage the physical development of the community's streets, water, sewer, public facilities, parks and recreation facilities infrastructure needs.

The Capital Improvement Program (CIP) is a five-year planning instrument used by the Town to identify capital improvement needs and to coordinate financing and timing of those needs in a manner that maximizes the return to the public. Each year projects are reviewed for priority and rearranged as necessary. The first year of the CIP reflects the Capital Budget generally adopted in June of the current Fiscal Year Budget. The remaining four future years represent a schedule and estimate of future capital needs that may be funded given projected revenue estimates.

## **2.9 Personnel Related Documents**

### **2.9.1 Personnel Rules and Policies**

The Town of Yountville Personnel Rules and Policies consolidates all personnel and administrative policies and procedures of a general or inter-departmental nature into one document which is adopted by the Town Council and administered by the Town Manager.

### **2.9.2 Department Heads (Management)**

All individuals appointed to positions designated as management by the Town Council including, but not limited to, Planning Director, Public Works Director/Town Engineer, Finance Director/Town Treasurer and Parks & Recreation Director who serve at the will of the Town may be appointed and dismissed by the Town Manager. Nothing contained in the personnel rules is intended to imply additional rights and benefits to these individuals. Managers work by approval of an employment contract, which is negotiated by the Town Manager and approved by the Town Council.

Employees not included in the competitive service shall serve at the will of the Town Manager and may not utilize Section 9 (Complaint Procedure), Section 10 (Grievance Procedure) or Section 11 (Disciplinary Actions) of the Personnel Rules.

### **2.9.3 Yountville Employees' Mid-Management & Professional Unit (Memorandum of Understanding)**

The Yountville Employees' Association Mid-Management Professional Unit is a recognized employee organization. The intent and purpose of the Memorandum of Understanding (MOU) is to set forth the total and complete understanding and agreement regarding wages, hours, and terms and conditions of employment. All present rules, employee rights, privileges, and benefits shall remain in effect unless specifically altered by the provisions of the MOU.

### **2.9.4 Yountville Employees' Association (Memorandum of Understanding)**

The Yountville Employees' Association is a recognized employee organization of the Town of Yountville. The Town and Association works under a Memorandum of Understanding (MOU) which is negotiated and

agreed upon on typically a multi-year basis. The intent and purpose of the Memorandum of Understanding (MOU) is to set forth the total and complete understanding and agreement regarding wages, hours, and terms and conditions of employment. All present rules, employee rights, privileges, and benefits shall remain in effect unless specifically altered by the provisions of the MOU.

**2.10 Electronic Communications Policy**  
**(Under Review by the Council Protocols Ad Hoc Committee)**

**3. COUNCIL ORGANIZATION**

**3.1 Municipal Elections**

The consolidated general municipal election for the Town shall be held on the first Tuesday after the first Monday in November of even-numbered years beginning November 2006. (Municipal Code Section 2.04.070) Each candidate who runs for office shall comply with the residency requirements in place as established by the California Elections Code or, if permitted, by any other requirements imposed by the Town Council by ordinance as authorized and permitted by law.

**3.2 Mayor and Council Member Terms of Office**

The Mayor is a directly elected member of the Town Council and shall be elected for a term of 4 years. Members of the Council shall be elected for terms of 4 years. The Mayor and Council shall hold office from the date of the installation of officers following adoption by Council of the official canvass of the election and until their successors are elected and qualified. (Municipal Code Section 2.04.010)

**3.3 Candidate Orientation**

The Town Manager will conduct a candidate orientation which will include all incumbent candidates and new candidates in order to provide an overview of the Town's Departments and key issues being considered by the Town Council. The candidate orientation is also an opportunity for all candidates to ask questions and seek clarification on items of interest. During an election year, candidates may request information through the Town Manager to better educate/inform themselves regarding Town related matters. Written information provided in response to a candidate's request will be provided to all candidates.

**3.4 Newly-Elected Council Members Orientation**

Newly Elected Council Members

The newly-elected Mayor and/or Council Members will be sworn into office at a special or regular Town Council meeting after receiving the official canvass of election results from the Napa County Elections Division. Immediately upon election (even before being sworn into office), newly-elected Council Members are subject

to the provisions of the Brown Act. Newly-elected Council Members shall not be allowed to attend closed sessions before being sworn into office.

Newly-elected Mayor and/or Council Members shall submit the FPPC Form 700 (Assuming Office) and complete the 2.0 hour minimum Ethics Training mandated by AB 1234 as referenced in Section 2.3 of the Protocols within 30 days of assuming office.

### Orientation

The Town Manager will conduct an orientation for newly-elected Council Members which will include presentations and/or meetings with Town Department Heads and tour of Town Facilities.

Newly-elected Council Members are encouraged to attend the League of California Cities New Mayor and Council Member Orientation Workshop.

## **3.5 Duties of Mayor and Vice Mayor**

### Mayor

The Mayor shall preside at the meetings of the Council and perform such duties consistent with the office as may be required by the Council or by vote of the people. The Mayor may make or second any motion, and present and discuss any matter, as a member of the Council. The Mayor does not possess any power of veto.

Unless otherwise designated, the Mayor may sign:

- a. All warrants drawn on the Town Treasury;
- b. All conveyances made or entered into by the Town;
- c. All instruments requiring the Town seal.

The Council may provide by resolution or ordinance that the instruments described in a, b and c above, be signed by an officer other than the Mayor. Pursuant to Resolution adopted January 19, 2010; the Town Council designated and authorized the signatures of the Town Manager, Town Finance Director and Planning/Building Director on Town warrants.

The Mayor shall serve as Chair of the Disaster Council convened in accordance with the Town's Emergency Operations Plan (pursuant to Municipal Code Section 2.52.030).

The Mayor and Town Manager may consult and coordinate in the development of agendas for meetings of the Town Council. A majority of Council may also approve an item to be placed on the agenda.

If the Mayor is absent or unable to act, the Vice Mayor shall serve until the Mayor returns or is able to act.

### Vice Mayor

The office of Vice-Mayor shall be an appointed office. The Vice-Mayor shall be selected from amongst the members of the Council and shall be appointed by a majority vote of the Council as soon as is practical following a regular Town election or the creation of a vacancy in the office of Vice-Mayor for any reason. The Vice-Mayor shall serve a 2-year term. In the case of an appointment to fill a vacancy in office, the term shall be for the remainder of the unexpired term of the former incumbent.

The Vice-Mayor shall have all the powers and duties of the Mayor should the Mayor be absent or unable to perform any of those duties for any reason (Municipal Code Section 2.04.050).

The Vice Mayor shall serve as Chair of the Disaster Council in the absence of the Mayor (pursuant to Municipal Code Section 2.52.030).

### **3.6 Vacancies**

When a Council Member is absent without permission from all regular council meetings for 60 days consecutively from the last regular meeting he/she attended, his/her office becomes vacant and shall be filled as any other vacancy.

Vacancies in the Council shall be filled in accordance with Government Code section 36512. (Municipal Code Section 2.04.080)

### **3.7 Representation at Ceremonial Functions**

The Mayor shall be recognized as the official head of the Town for all ceremonial functions. The Mayor may, at his/her own discretion, ask another Council Member to represent the Council at any function. Should an individual Council Member, other than the Mayor, be asked to make a ceremonial presentation the individual Council Member should redirect the request to the Mayor.

Council Members shall be reimbursed for admission and meal expense to attend ceremonial functions for which the Council Member was invited to represent the Town in accordance with the Town's Travel and Expense Policy.

### **3.8 Seating Order**

At the time of the Council change in membership, the Mayor shall have the prerogative to designate the seating order for the Council dais. Otherwise, the seating order shall be organized by seniority, with the Vice Mayor seated to the right of the Mayor, most senior Council Member on the right side of the Vice Mayor and the least senior to the far left of the Mayor.

## **4. CODE OF ETHICS**

### **4.1 Preamble**

The residents and businesses of Yountville are entitled to have fair, ethical, and accountable local government. Such a government requires that:

- Public officials comply with both the letter and spirit of the laws and policies affecting operations of the government;
- Public officials be independent, impartial, and fair in their judgment and actions;
- Public office be used for the public good, not for personal gain; and
- Public deliberations and processes be conducted openly, unless legally confidential, in an atmosphere of respect and civility.

To this end, the Town of Yountville Town Council adopts this Code of Ethics to encourage public confidence in the integrity of local government and its operation.

### **4.2 Public Interest**

Council Members will work for the common good of the people of Yountville and not for any private or personal interest, and they will endeavor to treat all persons, claims, and transactions in a fair and equitable manner.

Council Members shall comply with the laws of the nation, the State of California, and the Town in the performance of their public duties.

### **4.3 Conduct**

Council Members shall refrain from abusive conduct, personal charges, or verbal attacks upon the character or motives of others.

Council Members shall perform their duties in accordance with the processes and rules of order established by the Town Council.

Council Members shall inform themselves on public issues; listen attentively to public discussions before the body; and focus on current business issues.

Council Members shall base their decisions on the merits and substance of the matter submitted for review.



## 4.4 Conflict of Interest

### 4.4.1 Applicable Law.

The rules relating to conflicts of interest are set forth in the Political Reform Act (PRA) (Government Code Sections 81000 and following), the Regulations promulgated by the Fair Political Practices Commission (FPPC) and case law. They are complex and not necessarily intuitive. The consequences of violating the rules can be severe, including substantial monetary penalties and possible criminal prosecution to individual Council Members.

### 4.4.2 Sources of Assistance.

The FPPC is the state agency that administers the PRA, issues regulations, gives conflict advice, and enforces the rules. The FPPC also provides a "hotline" that a Council Member may call for informal advice. The Town Attorney is available for consultation, but the Town Attorney's advice on conflict matters cannot provide a Council Member with any immunity from prosecution. Most conflict of interest questions ultimately turn on whether it is reasonably foreseeable that the decision will have a "material financial effect" on the Council Member's economic interest. Municipal attorneys generally do not advise public officials as to whether a material financial effect would exist unless the answer is absolutely certain based upon applicable regulations. While the Town Attorney may have his or her own opinion as to whether or not a material financial effect will be present, it is ultimately up to the Council Member to determine this issue. Only a formal written opinion from the FPPC provides immunity from prosecution for violations of the conflict of interest rules. The Town Attorney is available to assist with preparing a request for a formal opinion.

### 4.4.3 Identifying Conflicts

It is the responsibility of each Council Member to identify, disclose and declare his or her conflict before action is taken on a matter. If possible, the conflicted Council Member should notify staff (i.e. Town Manager, Town Attorney and Town Clerk) prior to the council meeting at which the matter will be heard, to ensure the presence of a quorum. Staff will attempt to assist with identifying obvious conflicts, but the ultimate responsibility is with each Council Member.

### 4.4.4 General Rules

Council Members shall not use their official positions to influence government decisions in which they have a financial interest, or where they have an organizational responsibility, or personal relationship that would present a conflict of interest under applicable State law. As required by law,

Council Members declaring a conflict of interest shall recuse themselves and leave the Council Chambers.

In accordance with the law, members shall file written disclosures of their economic interests and, if they have a conflict of interest regarding a particular decision, refrain from participating in that decision, unless otherwise permitted by law.

Council Members shall not take advantage of services or opportunities for personal gain, by virtue of their public office that are not available to the public in general, nor shall they use public resources not available to the public for private gain or personal purposes. They shall refrain from accepting gifts, favors, or promises of future benefits that might compromise their independence of judgment or action or give the appearance of being compromised.

Council Members shall respect and preserve the confidentiality of information provided to them concerning the confidential matters of the Town. They shall neither disclose confidential information without proper legal authorization, nor use such information to advance their personal, financial or other private interests.

Council Members shall not appear on behalf of private interests of third parties before the Town Council or any board, commission, committee or proceeding of the Town.

Council Members shall represent the official policies and positions of the Town Council to the best of their ability. When presenting their personal opinions and positions, members shall explicitly state they do not represent the Council or the Town.

Council Members shall refrain from using their positions to unduly influence the deliberations or decisions of Town commissions, boards or committees.

A public official who has a financial interest in a decision shall, upon identifying a conflict of interest or a potential conflict of interest and immediately prior to the consideration of the matter, do all of the following:

- a. Publicly identify the financial interest that gives rise to the conflict of interest or potential conflict of interest in detail sufficient to be understood by the public, except that disclosure of the exact street address of a residence is not required.
- b. Recuse himself/herself from discussing and voting on the matter, or otherwise acting in violation of Section 87100.
- c. Leave the room until after the discussion, vote, and any other disposition of the matter is concluded, unless the matter has been placed on the portion of the agenda reserved for uncontested matters.

- d. Notwithstanding paragraph c, a conflicted public official may speak on the issue during the time that the general public speaks on the issue when he or she appears solely to represent himself or herself on a matter related to his or her personal interest. Personal interests are interpreted to include, but are not limited to:
  1. An interest in real property that is wholly owned by the official or members of his/her immediate family.
  2. A business entity wholly owned by the official or member of his or her immediate family.
  3. A business entity over which the official exercises sole direction and control, or over which the official and his/her spouse jointly exercises sole direction and control.

## 5. COUNCIL QUASI-JUDICIAL PROCEEDINGS

### 5.1 Defined

Quasi-judicial proceedings (also known as adjudicatory hearings) are those proceedings in which the Town Council is required to make findings based on an evidentiary record as to the entitlement. Quasi-judicial proceedings involve applying rules and laws to specific, pre-existing facts. In quasi-judicial proceedings, the Town Council is required to make findings based on the evidence and records presented. Examples of quasi-judicial actions include issuance of discretionary land use permits, code enforcement, business licenses, civil service grievance hearings, rent control hearings on applications for rent increases or decreases, and other similar actions in which a property interest is at stake and the body is charged with applying legal standards to a specific factual situation. By contrast, quasi-legislative proceedings involve creating rules that apply to all future factual situations. This includes the development of Town ordinances, development agreements, and the adoption of the Town General Plan.

### 5.2 Due Process

Under the federal and state Constitutions, due process means that decision-makers will conduct a fair hearing. In a quasi-judicial proceeding, a fair hearing includes many different components, and different factors can affect fairness in different "hearing" settings. However, the basic components of a fair hearing are notice that a matter will be heard, and an opportunity for interested person to be heard on that matter.

Circumstances that can affect a hearing's fairness include that a decision-maker may have received *ex parte* contacts, which are communications to a decision-maker outside of the public hearing. *Ex parte* communications may prevent the opportunity for interested persons to be heard on all information that a decision-maker may rely on to decide a matter. *Ex parte* communications can be handled by avoiding them, or, if received, by disregarding them in the decision-making process. However, the most conservative method to avoid the risk of a legal challenge based on a violation

of due process is to disclose the substance of *ex parte* contacts so that everyone interested in the matter is aware of all of the information upon which a decision may be based.

In addition, fairness may be denied where a decision-maker does not wait for a hearing, where all information relevant to a matter is publicly presented, before making up his or her mind on a matter. If an applicant or other affected person can show that any one of the decision-makers voting on a matter had made up their mind before the public hearing, the decision is at risk of legal challenge. As discussed below, these types of hearings and decisions differ from the action taken by the Town Council on legislative matters.

If applicable, Council shall verbally advise of any communication with an applicant prior to the discussion of the agenda item.

Council Members should consult the Town Attorney on any questions regarding due process.

## **6. LOCAL GOVERNMENT ADVOCACY**

### Council Advocacy

Generally, Council advocacy should be preceded by and based on prior formal Council demonstrated action and should adhere strictly to such actions. There may, however, be situations where, in the interest of time, it is necessary or advisable for the Town to take a policy position on an issue prior to formal Council action. In such limited instances, the Town Manager or his/her designee will work with the Mayor to determine if the position is congruent with established Town policies and related actions, and, to the extent allowed by law and practical circumstances, and the whole Town Council must be polled by the Town Manager or his/her designee in compliance with the Brown Act. Such policy statements, if signed, shall be signed by the Mayor, the Town Manager and/or their designees, and all Council Members shall receive a copy of the letter or email.

Generally, the Council shall not consider any resolution, motion, or matter which does not directly affect the conduct of the Town of Yountville or its corporate powers or duties as a municipal corporation. As such, the Town Council may support a resolution or motion supporting or opposing any legislation or pending action in the Legislature of the State of California, the Congress of the United States, or before any officer of the State of California or United States government that has an impact on or will affect the conduct of the municipal business or the powers, duties, and responsibilities of the Town of Yountville or its officers or employees as such.

The Mayor and Town Manager have the authority to respond to legislation consistent with prior Town action without a vote of Council. The Town Council, Town Manager and Town Clerk shall receive a copy of any legislative response.

## Local Government Advocacy Organization Outreach

The Town of Yountville is a member of various organizations such as the League of California Cities, National League of Cities, U.S. Conference of Mayors and others which advocate for and assist local government agencies in the conduct and support of local government activities. These agencies have developed various advocacy tools which enable town officials to play an active role in policy through communications with various elected State and National elected officials explaining how proposed legislation may impact our community. In such limited instances, the Town Manager or his/her designee will work with the Mayor to determine if the position is congruent with established Town policies and related actions, and, to the extent allowed by law and practical circumstances, and the whole Town Council must be polled by the Town Manager or his/her designee in compliance with the Brown Act. Such policy statements, if signed, shall be signed by the Mayor, the Town Manager and/or their designees, and all Council Members shall receive a copy of the letter or email.

## League of California Cities Mobile Action Alerts

If Council Members would like to receive mobile legislative action alerts, the League of California Cities has developed a smart phone app that serves as an advocacy tool enabling town/city officials to play an active role in State policy. The app pushes out legislative updates and enables users to rapidly respond to "action alerts" directly from their mobile devices.

## **7. COUNCIL COMPENSATION AND BENEFITS**

### **7.1 Compensation and Benefits**

In accordance with State law, the Council may increase by ordinance the salary established in accordance with State law, provided that the amount of such increase may not exceed an amount equal to 5% for each calendar year from the operative date of the last adjustment.

Discussion of Council salary adjustments will be placed on the Town Council Agenda prior to budget workshops during each non-election year. Salary adjustments will not be effective until after the following regular election.

- A. Each member of the Council currently receives a salary of Six Hundred and Forty Eight Dollars (\$648) per month (Ordinance Adopted June 7, 2016).
- B. The Town Council adopted Ordinance Number 19-483 May 21, 2019 authorizing a salary adjustment from \$648 to \$777 per month for Mayor and Town Council Members to be effective upon commencement of new Councilmember terms following certification of the November 2020 Election.
- C. The salary established is in addition to Council Member reimbursement for actual and necessary expenses incurred in the performance of official duties, in accordance with the Town Travel and Expense Policy.

## **7.2 Medical, Dental and Life Insurance**

Council Members shall be entitled to Town-funded participation in Health and Dental Benefits and group life insurance benefits pursuant to the current plan for the Town of Yountville.

Council Members are not eligible for short and long-term disability or the retiree medical program benefits. (See Resolution Adopted January 6, 2009).

## **7.3 Travel and Expense Reimbursements**

Council Members shall be subject to the travel and expense reimbursement guidelines as established for employees which can be found in the Personnel Rules and Policy Manual, Section 22 – Travel and Travel Reimbursement.

The Travel and Travel Reimbursement Policy is available on the Town's website or a copy may be obtained from the Human Resources Manager via request. Employees should refer to the Travel and Travel Reimbursement Policy for details concerning its provisions. In general, the Town will reimburse employees for reasonable expenses incurred for business purposes including, but not limited to, meals, lodging, and transportation. The Town will reimburse mileage driven on your personal automobile at the current IRS-approved rate per mile. All business travel and business purchases must be approved in advance by your Supervisor.

A Travel Expense Reimbursement Report, including all receipts shall be prepared and submitted to the Finance Department by the person claiming the expenditures. Expense reports must document that the expense in question meets the requirements of the Travel and Travel Reimbursement Policy. Reimbursement Reports should be filed as soon as practicable after the meeting or conference and in any case within five working days after the employee's return to work, and no later than thirty (30) days after an expense being incurred.

(See Resolution Adopted September 18, 2018)

## **7.4 iPad/Tablet Standard and Stipend**

The Town Council, in conjunction with their technology goals and objectives, authorized the implementation of the use of iPads/Tablets to streamline the agenda process and to distribute agendas electronically.

The iPad/Tablet is the Town Council Member's personal property, and Town business accomplished on the device is subject to the California Public Records Act and California Political Reform Act, established Computer Use, E-mail and Internet Policy outlined in Section 26 of the Town's Personnel Rules and Policy Manual Regulations and any additional applicable laws.

The Town Council receives a hybrid iPad/Tablet Policy and taxable stipend amount every 3 years to be used to purchase the Town standard device.

(See Resolution Adopted November 6, 2012)

## **7.5 Professional Development**

The Council shall establish an annual budget for conferences, meetings, and training. Council Members shall attend these functions at their own discretion for purposes of improving their comprehension of and proficiency in municipal affairs and/or legislative operations.

## **8. BOARDS / COMMISSIONS / COMMITTEES**

### **8.1 Town Council Standing/Ad Hoc Committees**

The Town Council and/or Mayor may establish Council subcommittees from time-to-time. Subcommittees usually comprise less than a quorum of the Council and are generally used to provide more detailed review and analysis of complex issues. Subcommittees make recommendations to the entire Council but cannot take formal action on behalf of the Council.

For purposes of the State's open meeting law (the "Brown Act") there are two types of Council subcommittees: standing committees and ad hoc advisory committees.

#### Standing Committees

Under the Brown Act, "standing committees of a legislative body, irrespective of their composition, which have a continuing subject matter jurisdiction, or a meeting schedule fixed by charter, ordinance, resolution, or formal action of a legislative body" are subject to all open meeting requirements.

Standing Committees shall be established and consist of two Council Members appointed by the Council. Membership shall only be modified by Council action. Standing Committees shall select a Chair to conduct meetings.

#### Ad Hoc Advisory Committees

Ad hoc advisory committees are composed of less than a quorum of the Council and are created for a limited time for a particular purpose. Under the Brown Act, ad hoc committees are not required to comply with open meeting requirements.

The Mayor may create Ad Hoc Advisory Committees to assist in particular matters as they arise. Members of the Council may request the creation of an Ad Hoc Advisory Committee through the Mayor. Ad Hoc Advisory Committees have a fixed, limited assignment and recommendations of the Committee must be presented to the entire Council at a noticed meeting. Any action to modify the Committee shall be placed on the Council agenda.

## **8.2 Town Council Member Appointments to External Boards or Commissions**

Council Members are requested to serve on various boards and committees for external agencies. Annually, after each regular election or as vacancies arise, the Council shall review the list of current assignments and make appointments. Any Council Member desiring to serve on a certain committee (or who desires not to be considered) should inform the Council in open session. These appointments are subject to approval by the majority of Council. Appointments to some external Boards require that the Mayor and/or Vice Mayor shall be appointed.

Town Council Members and their Alternates appointed to an external Board or Commission shall coordinate with each other directly when the Member is unable to attend a meeting shall coordinate directly with the Alternate to attend in his/her absence.

Town Council Members serving on an external Board or Commission and receiving a stipend shall report the stipend amount to the Town Clerk in order to complete and be in compliance with the requirements of the Fair Political Practices Commission's Form 806 – Stipend, which is required to be posted on the Town's website.

## **8.3 Citizens Appointed to Local and Countywide Boards, Commissions and/or Committees**

The Town Council recognizes the valuable untapped resources that exist in the community and appreciates the public participation and input in the operation of Town government.

Therefore, the Town Council establishes various advisory boards, commissions, and committees, taskforces, standing committees and/or ad hoc committees for the purpose of assisting in the effectiveness of Town government and services.

Board, Commission and Committee members are subject to the same statutory requirements, regulations and code of ethics as outlined in Sections 2 and 4 of the Town Council Protocols, unless specified otherwise.

The Town Council will consider for appointment qualified individuals whose interests, background, experience, perspective and talents may contribute to the purpose of the various boards, commissions and committees.

A definition of Board, Commission and Committee is provided below:

### Board

A group of persons having managerial, supervisory, or advisory powers. In parliamentary law, a board is a form of deliberative assembly and is distinct from a committee, which is usually subordinate to a board or other deliberative assembly in having greater autonomy and authority.



### Commission

A group of people officially authorized to perform certain duties or functions with certain powers or authority granted; the act of granting certain powers or the authority to carry out a particular task or duty.

### Committee

A group of people officially delegated to perform a function, such as investigating, considering, reporting, or acting on a matter.

#### 8.3.1 Town of Yountville (Local) Boards, Commissions, and Committees

Town advisory Boards, Commissions and Committees are established by ordinance or resolution. Individuals are appointed by Council to carry out various responsibilities in accordance with the policies and guidelines established by Council. The role of advisory bodies is to facilitate public input and citizen participation in the determination of public policy. This is accomplished by formulating recommended courses of action and policies to the Town Council with whom final determination rests.

The Town's Zoning and Design Review Board (ZDRB) is not only advisory, but a regulatory body, having authority to make final determination in applicable circumstances.

The Yountville Arts Commission is an advisory body having authority to produce events and manage programs.

#### 8.3.2 Board, Commission, and Committee Recruitment/Appointment

The Town Clerk posts a Notice of Vacancy in the Town designated posting locations, the Town's website and sends a Media Release to the Yountville Sun advertising vacancies on Town Boards, Commissions and Committees.

Applicants must submit a completed application to the Town Clerk and shall be interviewed by the Council prior to a regular meeting. Applicants are requested to list references on their applications and individual Council Members may contact those references as part of the interview process. Council Members contacting references should disclose this information during the appointment process.

Council reviews applicants for appointments to boards, commissions, and committees based on interviews and qualifications. Council shall rank all applicants from highest to lowest and appoint by ballot process. Appointments are subject to approval by the majority of Council.

Depending on the qualifications of the applicants and the needs of the Town, there may be times when the Town Council does not appoint an

applicant who has applied. In this instance Council may request a separate vote for each applicant. If an applicant is not appointed, the Town Clerk will automatically re-advertise for the vacant position(s) to seek additional applicants.

8.3.3 Board, Commission and Committee Terms of Office

Terms of office are established by Town ordinance or resolution and are typically 2 or 3 years. Those members whose terms have expired, must submit a written request for reappointment, terms are not automatically renewed.

8.3.4 Town of Yountville Representative (Countywide) Boards, Commissions and Committees

The County of Napa creates various Boards, Commissions and Committees which identify the need for representatives from the municipalities within the County in order to collaborate on countywide topics of interest.

The Town follows the same recruitment process it utilizes for local appointments and recommends Town representatives to serve on various regional Boards, Commissions and Committees subject to final appointment by the Board of Supervisors or other appropriate body (i.e. Napa Valley Transportation Agency (NVTa)).

Terms of office for Countywide Boards, Commissions and Committees are established by the countywide bodies.

Individuals appointed to represent the Town on Countywide Boards and Commissions will be asked to present an Annual Report to Council.

8.3.5 New Member Orientation

Town Manager or his/her designee may meet with newly appointed Board, Commission and/or Committee members to discuss Council policy direction when representing the Town on Countywide Boards.

Newly appointed members will receive a Board and Commission Handbook.

Yountville Representatives to Countywide Boards will receive orientation from their respective County Boards.

8.3.6 Town Issued Email for Board and Commission Members

On March 2, 2017, the California Supreme Court published its decision in City of San Jose v. Superior Court, concluding the California Public Records Act ("CPRA") applies to electronic communications that Town officials and employees send on private devices from private accounts.

On June 5, 2018, the Town Council adopted a resolution authorizing Town staff to issue Town email addresses for its Board and Commission Members, so electronic communications that are disclosable under the CPRA are easily searchable and locatable in the event a request is made.

Board and Commission Member email addresses will be deactivated after electronic completion of the FPPC Form 700 Leaving Office Statement in conjunction with an expiration of term of office, resignation or removal from a Board or Commission.

(Refer to Section 2 Statutory Requirements/Regulatory Guidelines for E-Communication Policy.)

#### 8.3.7 Annual Meeting with Yountville Boards, Commissions and Committees

The Town Council will meet annually with all Board, Commission and Committees to discuss current projects, potential projects and assist with prioritization consistent with Town Council Policy.

The Town currently has the following Board, Commissions and Committee:

- Zoning & Design Review Board
- Yountville Arts Commission
- Parks and Recreation Advisory Commission
- Yountville Community Foundation
- Measure S Affordable and Workforce Housing Oversight Committee

### **8.4 Contact with Board, Commission, and Committees**

Members of the Town Council should not attempt to influence or publicly criticize board, commission, or committee recommendations, or to influence or lobby individual members on any item under their consideration. It is important for such bodies to be able to make objective recommendations to the Town Council on items before them. Members of the Council who attempt to influence commission positions on any item may prejudice or hinder their role in reviewing the body's recommendation as a member of the Town Council.

### **8.5 Problem Solving with Boards, Commissions, and Committees**

The majority of Council may from time-to-time direct Council Members to meet with commissions, boards and committees for specific purposes such as establishing goals or for problem solving.

## **9. MEETING GUIDELINES & PROCEDURES**

### **9.1 Meeting Dates**

#### **9.1.1 Regular Meetings**

Pursuant to the Yountville Municipal Code, regular meeting dates are established by Council Resolution Number 2262-04. The regular meeting dates are the first and third Tuesdays of each month commencing at 6 p.m. No Council meeting shall continue past the hour of 10:00 p.m. with the exception that, by a majority vote of the members present, Council may extend the final deadline, as necessary.

Council Members shall inform the Town Manager and Town Clerk of any expected absences.

For the months of August and December, Council shall hold only the first meeting of the month as established in Resolution Number 1353-97. The Town Manager is authorized to take such ministerial actions for matters of operational urgency as would normally be taken by the Town Council during the period of recess except for those duties specifically reserved by law, and including such emergency actions as are necessary for the immediate presentation of public peace, health or safety.

#### **9.1.2 Adjourned/Special Meetings/Emergency Meetings**

The Brown Act sets forth specific requirements for holding adjourned, special, and emergency meetings.

### **9.2 Agenda**

#### **9.2.1 Placing Items on the Agenda**

Public Comment - During public comment or by prior correspondence with a Council Member, a member of the public may request that the Council consider an item on a future agenda. A majority of Council Members present must consent to this request.

Council Meeting Reports, Comments and Agenda Item Requests – During this Agenda Item, Council Members may request an item be considered on a future agenda. A majority of Council Members present must consent to this request.

Placing items on the agenda for initial review shall not exceed 1 to 2 hours of time for the Town Manager or his/her designee. Review requiring more than two hours shall be agendaized for Council consideration and shall be approved by a majority of the Council. Council may provide direction

regarding the scope and time for review for items that are not part of the current budget priorities approved by Council.

Communications that do not directly relate to the conduct of business for the Town of Yountville shall be provided to the Council on an informational basis only. Such communications may be placed on a Council Agenda upon request of a majority of the Council Members.

9.2.2 Agenda Packet Preparation

The Town Manager reviews and approves all items for the Council agenda. Paperless agenda packets are compiled and made available electronically by the Town Clerk's office and are generally available by 3:00 p.m. on the Friday before the Council meeting.

9.2.3 Order of Agenda Items

The Agenda for regular Council meetings (first and third Tuesdays) shall be taken up for consideration in substantially the following order, except as may be otherwise ordered by the Mayor and/or Council.

The Town Manager and Mayor give special consideration on the ordering of agenda items in the following manner: 1) families and children; 2) veterans and seniors; 3) items with an anticipated large audience; and 4) paid consultants.

Call to Order

Roll Call

*(Reconvene Regular Meeting when Closed Session is held)*

Pledge of Allegiance

Adoption of the Agenda

Recognitions and Proclamations

Public Comment

Consent Calendar

Presentations

Public Hearings

Administrative/Regular Items

Staff Informational Reports

Council Meeting Reports, Comments and Agenda Item Requests

*(Closed Session as needed. May be held at the beginning/end of a Council meeting, be continued to a future meeting or be held by separate special Meeting Agenda.)*

Adjournment

The Mayor shall, at any time by majority consent of the Council Members, permit a Council Member to propose the reordering of agenda items. However, reordering of items is normally done during the Adoption of the Agenda process.

## 9.3 Council Meeting Flow

### 9.3.1 Call to Order

The Mayor will call the meeting to order at 6:00 p.m. and announce policies regarding public speaking, submission of information, special assistance, and public testimony procedures and ask that audience members turn off electronic devices while in the Council Chambers.

### 9.3.2 Adoption of the Agenda

The Council will adopt the agenda by motion or choose to re-arrange or add/delete items. To add an item to the Agenda requires a 4/5 vote of the Town Council and must be of an emergency nature which arose after the posting of the agenda. Adoption of the agenda is performed by voice vote.

### 9.3.3 Recognitions and Proclamations

Recognitions and proclamations shall be scheduled as necessary in recognition of persons or groups for the promotion of an event, service, and/or employee retirement. Requests must be submitted to the Town Clerk in writing in advance of the agenda deadline. The Town Manager shall request approval from the Mayor as to the appropriateness and scheduling of such recognition or proclamation. The proclamation is intended for locals or for items that have a local connection. The Town Manager/Town Clerk will provide a draft to the Mayor for content review and approval. Upon approval by the Mayor, the Town Clerk will then coordinate the presentation with the requesting party in order to schedule the item on any given agenda. The requesting party determines whether or not he/she will be present for acceptance of such presentation.

### 9.3.4 Public Comment – Items Not on the Agenda

Members of the public are entitled to speak for 3-minutes per speaker on matters of municipal concern not on the agenda, during consideration of that portion of the meeting agenda entitled “Public Comment” when that item is called by the Mayor. However, the Mayor has the discretion to limit speaking time when it is reasonable under the circumstances, including when there are many items on the agenda or a high volume of members of the public who intend to speak. The Mayor also has the discretion to extend the time to speak. The Mayor shall limit or extend speaking time in a consistent manner that is not based on the content or viewpoint of the speech. Each person is entitled to speak on any non-agendized item only once at any meeting. Brief questions by Council Members for clarifications may be posed and answered, and Council Members may make requests that items be placed on future agendas. However, in accordance with State Law, Council Members can have no substantive discussion unless and until the matter properly appears on the agenda.

### 9.3.5 Approval of Consent Calendar

Those items on the Agenda which are considered to be of a routine and non-controversial nature by the Town Manager shall be listed on "Consent Calendar". These items so listed shall be approved, adopted, accepted, etc. by one motion of the Council.

Council Members may comment on Consent Calendar items or ask for minor clarifications without the need for pulling the item for separate consideration. Items requiring deliberation should be pulled for separate consideration.

At the request of any Council Member or any other person, a Consent Calendar Item shall be considered separately in the order of the agenda following approval of the remaining "Consent Calendar".

### 9.3.6 Presentations

Presentations shall be scheduled as necessary for the promotion of an event or service or general information items to the Council.

### 9.3.7 Public Hearings

Public Hearings can be legislative or quasi-judicial (adjudicatory) and may be required on certain items as prescribed by the municipal code or by state or federal law.

Legislative decisions generally involve fundamental policy questions of jurisdiction-wide concern; legislative decisions involve changes in existing law to govern future situations.

Quasi-judicial hearings call for Council to assume a judge-like role, applying rules to specific facts. Quasi-judicial decisions are subject to more exacting judicial review and should be accompanied by carefully drawn findings in support of the decision made.

The Public Hearing process is a guideline and not intended to duplicate, modify, repeat or supersede any state or federal regulations. Public Hearings shall be posted ten (10) days prior to the meeting, except those requiring separate posting requirements, set by various government codes. The general procedure for public hearings is as follows:

- a. The Mayor opens the public hearing.
- b. Town Council members should disclose any ex parte communications with applicant and/or related parties. **(Please refer to Section 5 regarding the Quasi-Judicial Process.)**

- c. Staff presents its report. Council Members shall only ask questions of staff and defer any opinion on the item(s) until after the public comments section of the meeting.
- d. Applicant(s) shall present their request/proposal for up to 15 minutes. However, an applicant may request additional time if necessary under the circumstances.
- e. Members of the public shall present their comments subject to time limits established by Council at 3 minutes per speaker. The Mayor may approve time reductions or extensions, as necessary.
- f. Applicant(s) shall be permitted 5 minutes at the close of public comments for rebuttal.
- g. The Mayor closes the public hearing after everyone wishing to speak has had the opportunity to do so.
- h. Council addresses questions from applicants/appellants or the public, proceeds with questions and deliberation, discussion, and takes action. For quasi-judicial matters, Council members should not express any opinion or position on the matter being heard prior to the close of the public hearing and not until all evidence, both oral and written, has been presented and the public hearing has concluded. Adhering to this practice will avoid the appearance of bias by any one or group of members of the Town Council and will ensure that parties appearing before the Town Council will receive a fair hearing.
- i. For matters of a legislative nature, it is recommended, but not required, that members of the Town Council defer expressing their views on such matters involving legislative decisions until such time as that issue is presented to the collective body at a meeting of the Town Council. Each member of the Town Council shall use his or her own good judgment and discretion in adhering to this recommended practice.

#### 9.3.8 Administrative/Regular Items

The Administrative/Regular items portion of the meeting is for those reports brought forth for Council approval that are neither public hearings nor reports of Council or staff, but require adoption of a resolution or require action by the Council. Public Comment will be sought on Regular Items.

#### 9.3.9 Staff Informational Reports

The Staff Informational Reports portion of the meeting agenda provides an opportunity for the Town Manager and/or Town Staff to report on items of interest, status reports on significant projects, updates on events or meetings they participated in, provide acknowledgement to citizens or



individuals, or address requests for information or follow-up by Town staff on particular matters as requested by the public.

Informational Reports can be presented in Staff Report format and report is not intended to be a verbal report. Additional reports may be done verbally.

#### 9.3.10 Council Meeting Reports and Requests for Placing Items on the Agenda

The Town Council Reports portion of the meeting provides Council Members the opportunity to briefly comment on Council business, Town operations, Town projects, meeting attendance and other items of community interest. Council Members shall govern themselves as to the length of their comments, but shall generally not exceed ten minutes. The Mayor has the responsibility to assist Council Members by signaling when the Council Member has been speaking for over ten minutes.

Council Members shall provide brief reports on meetings attended at the expense of the local agency at the next regular meeting of the legislative body.

During this Agenda Item, Council Members may request an item be considered on a future agenda. A majority of Council Members present must consent to this request. Refer to Section 9.2.1 Placing Items on the Agenda.

#### 9.3.11 Closed Sessions

The Brown Act requires all council action to be discussed and taken in open session, except for specified and limited exceptions such as personnel matters, real property negotiations, and pending or threatened litigation. ALL MATTERS DISCUSSED IN CLOSED SESSION ARE CONFIDENTIAL. Closed Sessions may be held at the beginning/end of a Council meeting, be continued to a future meeting or be held by separate special Meeting Agenda.

A. Town Council Members shall consider all written materials and verbal information provided to them on matters that are confidential under State law in complete confidence to insure that the Town's position is not compromised. No disclosure or mention of information in these materials shall be made to anyone other than Council Members, the Town Attorney or Town Manager.

B. If the Town Council in closed session has provided direction to Town staff on proposed terms and conditions for any type of negotiations whether it be related to property acquisition or disposal, a proposed or pending claim or litigation, and/or employee negotiations, all contact with the other party and/or attorney shall be limited to, and made by,

the designated Town staff representative handling the negotiations, claim or litigation. No Council Member shall have any contact or discussion with the other party or its representative involved with the negotiation, claim or litigation during this time, nor shall any Council Member communicate or disclose any discussion conducted or information received in closed sessions. All public statements, information and press releases shall be handled exclusively by the designated Staff spokesperson.

9.3.12 Adjournment

Adjournment of a meeting is customarily by motion of the Town Council or can be accomplished by unanimous consent and the Mayor simply declares the meeting adjourned. A motion to adjourn to another time can be done similarly, but is debatable only as to the time to which the meeting is to be adjourned.

**9.4 Members of the Public Addressing the Council**

9.4.1 Addressing the Council Generally

Each person addressing the Council may give his or her name and address (optional) in an audible tone of voice for the record. Each person's comments shall be limited to 3 minutes. The Mayor may approve time reductions or extensions, as necessary. In the further interest of time, speakers will be asked to limit their comments to new materials and not repeat what a prior speaker said. Whenever any group of persons wishes to address the Council on the same subject matter, the Mayor may request a spokesperson be chosen by the group to address the Council. If members of the group wish to address additional matters, the Mayor may request they limit the number of persons addressing the Council to avoid unnecessary repetition. Speakers may not concede any part of their allotted time to another speaker.

9.4.2 Addressing the Council at Public Hearings

The applicant at a land use Public Hearing shall be permitted to address the Council for up to 15 minutes following the staff report. If there is a spokesperson for the opposition, the spokesperson shall be permitted to speak for up to 15 minutes. All other speakers will be limited to 3 minutes each. Applicant shall be permitted 5 minutes at close of public comments for rebuttal.

9.4.3 Irrelevant Testimony

The Mayor shall rule out of order any testimony not relevant to the agenda item under discussion, or outside of the subject matter jurisdiction of the Town Council if during general public comment.

#### 9.4.4 Public Testimony Protocol

The purpose of public testimony is for Council Members to benefit from the views of the public. Comments from the public should only be directed toward the Council. All comments and testimony shall be made from the podium or other approved Council location; no comment or testimony shall be shouted from the audience. Council Members and staff should avoid entering into a dialogue with members of the public who address the Council.

#### 9.4.5 Public Comment on Items on the Agenda

Members of the public are entitled to speak on any item on the agenda for 3-minutes either immediately after the item is called by the Mayor or during a public hearing on the subject matter opened by the Mayor. The Mayor may approve time reductions or extensions, as necessary. The Council can restrict speech about an agenda item to the time allotted to discuss that item. Each person is entitled to speak on any agenda item only once at any meeting, and the right to speak at the appropriate time waives any further right to address the Council on that item at that meeting. Participation in debate on any item before the Council is generally limited to members of the Council, although Council Members may ask members of the public for additional information.

#### 9.4.6 Disruptive Comments and/or Conduct

No person who addresses the Council shall make any belligerent, personal, impertinent, irrelevant, redundant, slanderous, loud, threatening, abusive or disparaging remark, statement or commentary toward the Council, staff or other individuals in a manner which disrupts, disturbs or otherwise impedes the orderly conduct of the Council meeting, nor shall any person engage in any other disorderly conduct which so disrupts, disturbs or impedes the orderly conduct of the meeting. Any violation of this rule shall be grounds for terminating the citizen's comment period. Prior to terminating a citizen's comment period or removal from the meeting, the Mayor will remind the person of the rules of conduct of the meeting and the potential consequences for violating those rules. If, after being reminded, the person persists in conduct that disrupts, disturbs, or otherwise impedes the orderly conduct of the meeting, the Council may terminate the comment period or remove the person from the meeting. Council shall not be belligerent or make disparaging commentary toward the speaker. Nothing in this section shall prohibit or discourage orderly criticism of any Town decision or policy within the limits of these rules.

The Mayor has the discretion to adjourn the Council meeting if disruption persists.

## 9.5 Council Voting and Related Actions

### 9.5.1 Action by the Council

Action by the Council shall be by motions made and voted upon. A motion shall require a second. The Mayor and any other Council Member may make or second a motion. A substantive motion is out of order while another substantive motion is pending.

### 9.5.2 Roll Call and Voice Votes

A roll call vote shall be taken on the introduction of ordinances. Roll call votes shall be entered in the minutes of the Council showing those members voting yes, those voting no, and those abstaining or absent. All other matters may be made by voice vote indicating consensus on the proposed action. Pursuant to the Government Code section 54953(c)(1) and (2), there shall be no action by secret ballot, whether preliminary or final, and the Mayor or Chair shall publicly report the vote or abstention of each member present for the action or vote taken on each matter. The final electronic vote cast will also be displayed on the monitors in Council Chambers.

### 9.5.3 Adoption by Majority Vote

A motion shall be adopted by a majority of the votes cast, a quorum being present, unless otherwise required by these rules or the laws of California.

Resolutions, orders for the payment of money, and all ordinances require a recorded majority vote of the total membership of the Council. (GC 36936).

If a motion has received a second, the Mayor shall state the motion and then open the floor to debate on it. The Mayor shall preside over the debate according to the following general principles:

- a. The maker of the motion is entitled to speak first;
- b. A person who has not spoken on the issue shall be recognized before someone who has already spoken;
- c. To the extent possible, the debate shall alternate between opponents and proponents of the measure.

### 9.5.4 Ratification of Actions

To the extent permitted by law, the Council may ratify actions taken on its behalf but without its prior approval. A motion to ratify is a substantive motion.

#### 9.5.5 Procedural Motions

In addition to substantive proposals, the following procedural motions shall be in order. Unless otherwise noted, each motion is debatable, may be amended, and requires a majority of the votes cast, a quorum being present, for adoption. All procedural matters not otherwise provided for in or controlled by state law or by any ordinance, resolution, rule or regulation of the Town shall be governed by Rosenberg's Rules of Order: Simple Parliamentary Procedures for the 21<sup>st</sup> Century (attached as Exhibit).

- a. To Adjourn. The motion may be made only at the conclusion of action of a pending substantive matter; it cannot interrupt deliberation of a pending matter.
- b. To Take a Brief Recess.
- c. Call to Follow the Agenda. The motion must be made at the first reasonable opportunity, or the right to make it is waived for the out-of-order item in question.
- d. To Suspend the Rules. A vote of the majority of the quorum of the Council is required to suspend the rules. The Council may not suspend provisions of the rules that are state requirements imposed by law on the Council.
- e. To Divide a Complex Motion and consider it by Paragraph (bifurcate).
- f. To Call the Previous Question. The motion is not in order until there have been at least fifteen (15) minutes of debate, and every member has had an opportunity to speak once.
- g. To Continue an Item to a Future Meeting Certain.
- h. To refer to staff for action.
- i. To Amend. An amendment to a motion must be pertinent to the subject matter of the motion. An amendment is improper if the amended motion has the same effect as rejection of the original motion. A motion may be amended, and that amendment may be amended, but no further amendments may be made until the last amendment is disposed of by a vote.
- j. Substitute Motion. A substitute motion may be used to completely do away with the basic motion that is before the Council and put a new motion before the Council.
- k. To Reconsider. A motion to reconsider can be made by any member who voted with the prevailing side, and only at the meeting during which the original vote was taken, including any continuation of that meeting through adjournment to a time and place certain, or at the next Regular Meeting unless intervening actions taken based on the original action make such reconsideration impracticable. Reconsideration requires a majority vote of the members present. The motion cannot interrupt deliberation on a pending matter, but is in order at any time before final adjournment of the meeting. In the case of a tie vote on an action, any member of the Town Council may request a reconsideration as outlined above.

- I. To Rescind or Repeal a Previous Action. A motion to rescind or repeal a previous action is not in order if the rescission or repeal is forbidden by law or made inappropriate by virtue of actions taken in accordance with the previous action.

#### 9.5.6 Withdrawal of Motion

A motion may be withdrawn by the introducer at any time before a vote, with or without the consent of any "seconded" of the motion. However, any other Council Member may ask to be considered the introducer of the motion and, if again seconded, debate may continue without further interruption.

#### 9.5.7 Conflict of Interest

Every member should vote on every item unless prevented from doing so by virtue of an actual or potential conflict of interest under applicable State Law or the Regulations of the FPPC. Any member who believes he or she has a conflict or potential conflict of interest must, consistent with the requirements expressed by the FPPC Regulation, Government Code section 1090 or other applicable State Law, announce such at the initiation of debate or when such conflict or potential conflict becomes apparent, shall disclose and describe that the conflict involves either an investment, business position, interest in real property, or the receipt of income, loans or gifts, and shall refrain from any part in the debate, deliberations, or voting on that issue. Each member is individually responsible, with the assistance of the Town Attorney, Town Manager or the FPPC, to determine if a conflict of interest exists which would require that the member not participate directly or indirectly in influencing the outcome of a matter or from participating in or voting on matter and to state on the record the reasons for the disqualifying interest or to disclose any non-disqualifying circumstances which must be placed into the record or minutes of the Council meeting as required by law.

If the governmental decision is made during a closed session of a public meeting, the disclosure(s) shall be made orally during the open session either before the body goes into closed session or immediately after the closed session.

#### 9.5.8 Legally Required Participation

When members are disqualified based on a conflict of interest under GC Section 87100, legally required participation can be instituted in order for the body to take action (the "Rule of Necessity" as defined by the FPPC Regulations). A random selection may be used to select only the number of officials needed. When an official is selected (by drawing lots), he or she is selected for the duration of the proceedings in all related matters until

his or her participation is no longer legally required, or the need for invoking the exception no longer exists.

#### 9.5.9 Quorum and Duty to Vote

A majority of the actual membership of the Council, including the Mayor but excluding vacant seats, constitutes a quorum. A member who has withdrawn from a meeting without being excused by majority vote of the remaining members present shall be counted as present for purposes of determining whether or not a quorum exists. Resolutions, orders for the payment of money, and all ordinances require a recorded majority vote of the entire Council. (Government Code section 36936).

Each Councilmember may vote "yes," "no," or abstain on any particular action. An abstention vote is counted as the absence of a vote ("Members who abstain are counted for purposes of determining a quorum (they are 'present'), but you treat the abstention votes on the motion as if they did not exist (they are not 'voting')). (Rosenberg's Rules, 2011 Rev., p. 6.). The opposite is true if a Councilmember recuses because of a disqualifying conflict of interest. In that case, the Councilmember is not counted towards the quorum for purposes of vote tallying. For example, unless a different vote is required under state law (discussed above), if four of five Councilmembers are present, two Councilmembers vote in favor of the motion, one Councilmember votes against the motion, and one Councilmember abstains, the motion passes with only two Councilmembers in support. However, if four of five Councilmembers are present, two Councilmembers are disqualified because of a conflict of interest, and two Councilmembers vote in favor of the motion, the motion fails for lack of a quorum: only two Councilmembers are counted towards the quorum under this scenario. For this reason, Councilmembers are encouraged to consider the effect an abstention may have on the outcome of a particular action.

Although Councilmembers can abstain from a vote, "there is a strong public policy that members of public legislative bodies take a position, and vote, on matters brought before them." (*Kunec v. Brea Redevelopment Agency* (1997) 55 Cal.App.4th 511, 520). Even if a Councilmember abstains from a vote, he or she is encouraged to explain the reason for that abstention.

#### 9.5.10 Introduction and Passage of Ordinances

A proposed ordinance shall be deemed to be introduced on the date the subject matter is first voted on by the Council. The Clerk or the maker of the motion shall read the title of the ordinance, after which a roll call vote shall be taken by the Council to introduce and, at the Council's option, waive its reading. The ordinance is then scheduled for its second reading and adoption and can be adopted by vote of the Town Council. Ordinances cannot be adopted at a Special Meeting.

Ordinances become effective 30 days after their adoption unless otherwise specified by Government Code. Upon the ordinance's final adoption and within 15 days of its passage, the Clerk will post the full text of the ordinance in the Town's designated legal posting locations, and as needed, update the Municipal Code.

An ordinance, other than an urgency, may not be passed within five (5) days of its introduction or alteration. Corrections of typographical or clerical errors are not alterations.

9.5.11 Closed Sessions

The Council may hold Closed Sessions only as provided for by law. Only those actions specifically authorized by statute may be taken in Closed Session, and actions so taken shall be reported as required by law. The Town Manager or Town Attorney may, at his/her discretion, announce any actions taken prior to the next Regular Meeting if doing so would not have a deleterious effect on the conduct of Town's business and would be consistent with the spirit of the action taken.

9.5.12 Public Hearings

Public Hearings shall be scheduled and notice posted without any action required by the Town Council, excepting that the Council may, if they so desire, schedule a Public Hearing on an item of interest for a date certain.

At the time designated for the Public Hearing, or soon after as is practicable, the Mayor shall direct the attention of a report and respond to questions from Council Members, after which the Mayor shall formally open the Public Hearing and members of the public shall be allowed to speak in accordance with the rules set forth elsewhere in these Rules of Procedure. When the allotted time expires, or when no one wishes to speak who has not done so, the Mayor shall declare the Public Hearing closed.

Following the close of the Public Hearing, the Council may debate or take action on the matter in accordance with these rules.

**9.6 Policy / Decision Making Process (i.e. Budget Priorities/Work Session)**

Policy / Decision Making Process may be initiated by individual Council Members, Citizen Advisory Boards, Committees, Commissions, Strategic Plan, and/or staff. These individuals or groups may request the full Council to consider the review or revision of existing policies or the consideration of new policy. Members of the public may request a Council Member to initiate the full Council's consideration.



#### 9.6.1 Initial Consideration

Initial consideration is accomplished by including the matter on an upcoming meeting agenda for the Council's consideration and to present a staff report of the matter that briefly explains the request so that Council can choose if they wish to dedicate staff time and resources to review the matter. During initial consideration, a vote of the Council should be taken to indicate if the majority chooses to dedicate staff time and resources to investigate and review revisions or possible modifications to Council policy.

No further consideration is necessary if the majority of the Council chooses not to dedicate staff time and resources to investigate and review policy changes at this time, the decision-making process is complete.

#### 9.6.2 Scope and Direction

Scope and Direction includes the Town Council defining the scope of the investigation to be undertaken and assigning primary responsibility for the task to a Board, Commission, Committee or staff.

#### 9.6.3 Administrative Report

An Administrative Report should be prepared based on the scope and direction provided by Council including background, current status, alternatives and potential funding concerns. After the Administrative Report is completed, recommendations are presented to Council for consideration.

#### 9.6.4 Policy Direction

At the conclusion of the Council's discussion regarding the administrative report, a majority of Council reaches a decision and provides direction as to which alternative(s) will be implemented.

The Town Council annually adopts its Fiscal Year Budget and establishes Council Goals and Objectives consistent with the Town's Strategic Plan. The Town Manager develops a work plan to implement these goals. Town Council shall give serious consideration to establishing additional goals or new work plan initiatives as this could have an impact on staff's ability to deliver the established work plan and stay within the adopted budget.

### **9.7 Rules of Council Conduct**

#### 9.7.1 Discussion Rules

The Mayor has the responsibility to control the debate and the order of speakers.

9.7.2 Council Questions of Speakers

Council Members who wish to ask questions of speakers may do so, but only after being recognized by the Mayor.

Members of Council shall not engage in debate with a member of the public at Council meetings since these debates seldom resolve concerns and many times inflame feelings at a public meeting.

9.7.3 Germane Comments/Time Limit for Council

Council Members shall limit their comments to the subject matter, item, or motion being currently considered by the Council. A determination of relevance shall be made by the Mayor, but may be appealed to the full Council.

Council Members shall govern themselves as to the length of their comments, but shall generally not exceed ten minutes. The Mayor has the responsibility to assist Council Members by signaling when the Council Member has been speaking for over ten minutes.

9.7.4 Derogatory Comments

Council Members are expected to interact with one another with mutual respect and courtesy. Derogatory, snappy, or sarcastic comments towards another Council Member, a member of the public or a staff member are inappropriate.

The Mayor may call for a short recess should a Council Member or member of the public become disruptive or agitated so as to interfere with the normal conduct of business. The Mayor has the discretion to adjourn the Council meeting if disruption persists.

9.7.5 Packing of Audience

It is inappropriate for a Council Member to pack the audience for a specific agenda item.

**9.8 Use of Council Chambers**

The Town Clerk and Human Resources Manager are responsible for maintaining a calendar on the use of the Council Chamber. Use of the Council Chamber by Town commissions, committees, and other advisory bodies shall take precedence over any other group or agency. Favorable consideration shall be given to other governmental agencies. No events of a commercial nature shall be allowed. No admission shall be charged. Regularly scheduled meetings by other agencies and groups shall be discouraged, except for governmental or regional agencies of which the Town is a member. When a question arises regarding permission for any group to use the facility, the Town Manager shall have authority to make the final decision.

**10. OFFICIAL TOWN COMMUNICATIONS**

**10.1 Council Member Representing Majority Decision vs. Individual Opinion**

If a member of the Town Council appears before another governmental agency or organization to give a statement on an issue affecting the Town, the Council Member should first indicate the majority position and opinion of the Council. Personal opinions and comments may be expressed only if the Council Member clarifies that these statements do not represent the position of the Town Council.

**10.2 Official Town Communication**

The Town Manager and Management Team may prepare official public communications which include formal media/press releases, community information and alerts, Town event and parks and recreation marketing information, social media information, and other communications to convey information about the Town's business to its residents, businesses, and visitors

Distribution of Official Town Communication

All official town communications/electronic media/social media platforms prepared for distribution shall first be submitted to the Town Manager for approval and should be prepared as follows:

- A. All official town communications shall be formatted using the appropriate Town template and/or electronic or social media platform format.
- B. Official town communications shall contain the name, title, telephone number, and email address of the Town official available to address any inquiries.
- C. As a general rule, inquiries from the press and media should be given a high priority and be responded to as quickly and efficiently as possible. Every effort should be made to meet media deadlines and ensure that all information released is accurate.
- D. All official town communications release shall be provided via email to the following agencies:
  - Yountville Sun
  - Napa Valley Register
  - KVON/KVYN and/or other local radio outlets
  - Veterans Home
  - Town's website including e-notifier subscribers
  - Social Media Platforms such as Nextdoor and the Town's Facebook page, are examples
  - Other appropriate outlets as determined by Town Manager

In addition, all official town communications shall be sent to the Town Council and All Town Staff.

When reporters seek information that requires interpretation or information that is not readily available or routinely provided to the general public, the request shall be referred to the Town Manager, or his/her designee or the Mayor and Council Members. Individual Council Members are entitled to provide their opinion on any matter. However, individual Council Members cannot state or insinuate that such opinion is the position of the Town unless otherwise authorized by the Mayor and Town Manager.

#### Press Conferences

The Town may conduct press conferences to make extremely important announcements and/or to facilitate the immediate flow of accurate information. Press conferences shall be conducted by the Mayor, the Town Manager and/or their designees, and should be reserved for circumstances in which it is not practical to disseminate information through other means contemplated by these protocols or the Town's standard operating procedures. Individual Council Members may not conduct press conferences regarding official Town business unless requested to do so by the Mayor or the Town Manager. The full Council and the Town Clerk shall be informed in advance of the substance, time and place of any press conference called per this paragraph.

Nothing contained in these Protocols shall abridge or attempt to restrict any Council Member's right to express his/her views as an individual citizen on matters affecting or related to the Town or on any other matter. Provided, however, that (1) such individual speech shall be clearly identified as such and shall consistent with these Protocols to the extent applicable, and (2) Council Members must avoid expressing opinions on quasi-judicial matters before the Town until such time as those matters are presented to the Town Council.

### **10.3 Televising, Recording, and Web Streaming of Council Meetings**

#### Televised Live

It is the policy of the Council that regular and special meetings, except for Town Commission interviews, be televised live and be recorded by Napa Valley TV and broadcast on the Public Educational and Governmental (PEG) Access television (also known as cable Channel 28).

#### Web Streaming

Council Meetings will be web streamed over the Internet by accessing the Town's website [www.townofyountville.com](http://www.townofyountville.com) and clicking on Agendas and Minutes. Web Streaming can be viewed live and at later date by video archive.

Internet web streaming will be provided at all times unless, for some unforeseen/uncontrollable reason there is technical difficulty.

Web streamed meetings are currently maintained permanently pursuant to the Town's Record Retention Schedule.

#### **10.4 Processing of Mail**

Town Clerk or his/her designee shall open all mail addressed to the Mayor and Council, date stamp it and distribute to Town Council. Mail which is directly related to a particular department shall be copied to that Department Head. Council letters of complaints shall be sent directly to the Town Clerk for disposition, with copy to the Town Manager and Department Head(s). Junk mail will be disposed of and no mail marked confidential or personal which is addressed to the Council shall be opened by Town staff.

Mail addressed to the Mayor and Town Council shall be distributed to each Council Member with the notation "All Council Received." Correspondence addressed to the Mayor which requires a response shall be coordinated by the Town Manager and/or Town Clerk and copied to all Council Members.

#### **10.5 Citizen Complaint Process**

All complaints directed to the Mayor or Town Council shall be given to the Town Manager with a copy to the Town Clerk for informational purposes. The Town Manager or his/her designee shall draft a response to the complaint for either the Town Manager's or Mayor's signature, as appropriate, with a copy to the Town Manager and Town Clerk.

Council Members are discouraged from responding directly to complaints without coordinating with the Town Manager to gather information to ensure a unified response and to prevent dual efforts in the event another department is already preparing a response.

If the Mayor or Council Member receives a complaint and desires that it be addressed by the Town Manager, he/she should present it to the Town Manager for disposition and tracking.

Town staff will copy or otherwise communicate all responses to the Town Council.

#### **10.6 Use of Town Letterhead & Logo**

All Council Member correspondence written with Town resources, i.e., letterhead, typing, staff support, postage, etc., will reflect the position of the full Council, not individual Council Members' positions. All Council Member correspondence using Town resources shall be copied to the full Council.

Regarding the use of Town logo, Municipal Code Section 1.08.020 provides "No person other than the Town, may in any way use the Town's logo without prior approval of the Council." Resolution Number 2172-03 authorizes the Town Manager or Town Clerk to approve use of the Town's Logo for specific purposes by other

government agencies to which the Town maintains membership. All authorized use of the Town's logo shall be in writing, shall indicate the specific use allowed, and shall include the words "Any other use of this logo is prohibited."

## **11. COUNCIL / STAFF / TOWN ATTORNEY RELATIONSHIPS**

### **11.1 Council/Staff Relationships**

Town Staff acknowledges the Council as policy makers and the Town Council acknowledges Staff as administering the Council's policies.

### **11.2 Communications with Staff and Requests for Information**

Council Members may contact the Town Manager and/or Department Head (with a copy to Town Manager if by e-mail) directly to ask questions for clarification or to request information. Council Members may also request reasonable research from the Town Manager on a given topic directly when it is anticipated that the request can be completed by staff in less than 1 to 2 hours.

Council Member requests for research or information that are anticipated to take staff more than one hour to complete shall be directed to the Town Manager. Request for new information or policy direction will be brought to the full Council for consideration. Responses to all requests will be provided to all Council Members.

A Council Member shall not direct Staff to initiate any action, change a course of action, or prepare any report that is significant in nature, nor shall a Council Member initiate any project or study without the approval of a majority of Council.

### **11.3 Undue Influence on Staff and Commissions**

Council Members shall not attempt to coerce or influence Staff or Commissions in the making of appointments, the awarding of contracts, the selection of consultants, the processing of development applications or the granting of Town licenses or permits. The Council shall not attempt to change or interfere with the operating policies and practices of any Town department.

### **11.4 Complaints Regarding Performance of Staff**

Any concerns by a member of Council over the behavior or work of a Town employee shall be directed to the Town Manager privately to ensure the concern is resolved. Council Members shall not reprimand employees directly, nor shall they communicate their concerns to anyone other than the Town Manager.

### **11.5 Handling of Litigation and Other Confidential Information**

Town Council Members shall consider all written materials and verbal information provided to them on matters that are confidential under State law in complete confidence to ensure that the Town's position is not compromised. No disclosure or mention of information in these materials shall be made to anyone other than Council

Members, the Town Attorney or Town Manager. All written materials should be returned to the Town Manager after consideration for disposition.

### **11.6 Town Attorney/Council/Staff Relations**

The Town Attorney is hired by and reports directly to the Council pursuant to State law. The Town Attorney serves at the pleasure of the Council under a professional services agreement terminable at will by either party upon 60 days' notice. The Town Attorney represents as his or her client the Town as a legal entity, acting through the Town Council as the Town's highest administrative authority. No individual Council Member nor any other officer or employee of the Town is a client of the Town Attorney.

There is an attorney-client privilege as to council and staff communications with the Town Attorney regarding matters that involve parties outside the Town. For example, attorney-client communications are protected where someone sues the Town and seeks to compel disclosure. Similarly, everyday communications between Council Members and the Town attorney are generally protected. Communications between staff and the Town Attorney are *not* protected from disclosure to the Council, since the Council is the holder of the attorney-client privilege.

There is no attorney-client privilege between Council Members and the Town Attorney when the Town Attorney has reason to believe that the Council Member is violating or intends to violate conflict of interest rules or some other law. The Town Council authorizes the Town Attorney to publicly disclose conflict of interest violations or other violations of law, where the violation is clear and where the public official proposes or takes action that clearly violates the conflict of interest rules or other laws in disregard of the Town Attorney's advice.

Since the Town Attorney is responsible directly to the Council, Council Members may contact the Town Attorney directly to ask questions or to request information. Council Members may also request research from the Town Attorney on a given topic directly when it is anticipated that the request can be completed in less than one hour. A Council Member shall not direct the Town Attorney to initiate any action, change a course of action, or prepare any report that is significant in nature without the approval of a majority of Council and notice to the Town Manager.

## **12. PROTOCOL ADMINISTRATION**

### **12.1 Review of Town Council Protocols**

The Council will review and revise the Town Council Protocols, as needed.

### **12.2 Adherence to Protocols**

During Town Council discussions, deliberations and proceedings, the Mayor has been delegated the primary responsibility to insure that the Town Council, staff and members of the public adhere to the Council's adopted protocols.

### **12.3 Town Attorney as Protocols Advisor**

At the behest of the full Council, the Town Manager may be directed to confer with the Town Attorney in interpreting the Town Council's adopted protocols and proposed changes.

### **12.4 Adherence to Administrative Procedure and Process Protocol**

The Council has delegated the Town Manager responsibility to discuss, on behalf of the full Council, any perceived or inappropriate administrative action with a Council Member. The Town Manager will discuss with the Council Member the action and suggest a more appropriate process or procedure to follow. After this discussion, if further inappropriate action continues, the Town Manager will report the concern to the full Council.

### **12.5 Applicability of Protocols**

The Town of Yountville Council Protocols shall also apply to the Town Council when sitting as other entities or agencies such as the Town Housing Authority, Parking Authority, Finance Authority or any other body. The role of Mayor and Vice Mayor shall be interchangeable with the Chair and Vice Chair, or President and Vice President when sitting as another entity. If the Town Council or any other entity or agency inadvertently takes any actions inconsistent with these protocols, the protocols shall be deemed waived to the extent there is a conflict.

### **12.6 Protocol Update History**

- Updated by Resolution Number 20-3966, January 7, 2020
- Updated by Resolution Number 3156-14, March 4, 2014
- Updated by Resolution Number 2841-10, January 5, 2010
- Initial Adoption by Resolution Number 2452-06, April 4, 2006





# Rosenberg's Rules of Order

REVISED 2011

*Simple Rules of Parliamentary Procedure for the 21st Century*

*By Judge Dave Rosenberg*



## MISSION AND CORE BELIEFS

To expand and protect local control for cities through education and advocacy to enhance the quality of life for all Californians.

## VISION

To be recognized and respected as the leading advocate for the common interests of California's cities.

### **About the League of California Cities**

Established in 1898, the League of California Cities is a member organization that represents California's incorporated cities. The League strives to protect the local authority and autonomy of city government and help California's cities effectively serve their residents. In addition to advocating on cities' behalf at the state capitol, the League provides its members with professional development programs and information resources, conducts education conferences and research, and publishes Western City magazine.

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### **ABOUT THE AUTHOR**

Dave Rosenberg is a Superior Court Judge in Yolo County. He has served as presiding judge of his court, and as presiding judge of the Superior Court Appellate Division. He also has served as chair of the Trial Court Presiding Judges Advisory Committee (the committee composed of all 58 California presiding judges) and as an advisory member of the California Judicial Council. Prior to his appointment to the bench, Rosenberg was member of the Yolo County Board of Supervisors, where he served two terms as chair. Rosenberg also served on the Davis City Council, including two terms as mayor. He has served on the senior staff of two governors, and worked for 19 years in private law practice. Rosenberg has served as a member and chair of numerous state, regional and local boards. Rosenberg chaired the California State Lottery Commission, the California Victim Compensation and Government Claims Board, the Yolo-Solano Air Quality Management District, the Yolo County Economic Development Commission, and the Yolo County Criminal Justice Cabinet. For many years, he has taught classes on parliamentary procedure and has served as parliamentarian for large and small bodies.



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## INTRODUCTION

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The rules of procedure at meetings should be simple enough for most people to understand. Unfortunately, that has not always been the case. Virtually all clubs, associations, boards, councils and bodies follow a set of rules — *Robert's Rules of Order* — which are embodied in a small, but complex, book. Virtually no one I know has actually read this book cover to cover. Worse yet, the book was written for another time and for another purpose. If one is chairing or running a parliament, then *Robert's Rules of Order* is a dandy and quite useful handbook for procedure in that complex setting. On the other hand, if one is running a meeting of say, a five-member body with a few members of the public in attendance, a simplified version of the rules of parliamentary procedure is in order.

Hence, the birth of *Rosenberg's Rules of Order*.

What follows is my version of the rules of parliamentary procedure, based on my decades of experience chairing meetings in state and local government. These rules have been simplified for the smaller bodies we chair or in which we participate, slimmed down for the 21st Century, yet retaining the basic tenets of order to which we have grown accustomed. Interestingly enough, *Rosenberg's Rules* has found a welcoming audience. Hundreds of cities, counties, special districts, committees, boards, commissions, neighborhood associations and private corporations and companies have adopted *Rosenberg's Rules* in lieu of *Robert's Rules* because they have found them practical, logical, simple, easy to learn and user friendly.

This treatise on modern parliamentary procedure is built on a foundation supported by the following four pillars:

1. **Rules should establish order.** The first purpose of rules of parliamentary procedure is to establish a framework for the orderly conduct of meetings.
2. **Rules should be clear.** Simple rules lead to wider understanding and participation. Complex rules create two classes: those who understand and participate; and those who do not fully understand and do not fully participate.
3. **Rules should be user friendly.** That is, the rules must be simple enough that the public is invited into the body and feels that it has participated in the process.
4. **Rules should enforce the will of the majority while protecting the rights of the minority.** The ultimate purpose of rules of procedure is to encourage discussion and to facilitate decision making by the body. In a democracy, majority rules. The rules must enable the majority to express itself and fashion a result, while permitting the minority to also express itself, but not dominate, while fully participating in the process.

### Establishing a Quorum

The starting point for a meeting is the establishment of a quorum. A quorum is defined as the minimum number of members of the body who must be present at a meeting for business to be legally transacted. The default rule is that a quorum is one more than half the body. For example, in a five-member body a quorum is three. When the body has three members present, it can legally transact business. If the body has less than a quorum of members present, it cannot legally transact business. And even if the body has a quorum to begin the meeting, the body can lose the quorum during the meeting when a member departs (or even when a member leaves the dais). When that occurs the body loses its ability to transact business until and unless a quorum is reestablished.

The default rule, identified above, however, gives way to a specific rule of the body that establishes a quorum. For example, the rules of a particular five-member body may indicate that a quorum is four members for that particular body. The body must follow the rules it has established for its quorum. In the absence of such a specific rule, the quorum is one more than half the members of the body.

### The Role of the Chair

While all members of the body should know and understand the rules of parliamentary procedure, it is the chair of the body who is charged with applying the rules of conduct of the meeting. The chair should be well versed in those rules. For all intents and purposes, the chair makes the final ruling on the rules every time the chair states an action. In fact, all decisions by the chair are final unless overruled by the body itself.

Since the chair runs the conduct of the meeting, it is usual courtesy for the chair to play a less active role in the debate and discussion than other members of the body. This does not mean that the chair should not participate in the debate or discussion. To the contrary, as a member of the body, the chair has the full right to participate in the debate, discussion and decision-making of the body. What the chair should do, however, is strive to be the last to speak at the discussion and debate stage. The chair should not make or second a motion unless the chair is convinced that no other member of the body will do so at that point in time.

### The Basic Format for an Agenda Item Discussion

Formal meetings normally have a written, often published agenda. Informal meetings may have only an oral or understood agenda. In either case, the meeting is governed by the agenda and the agenda constitutes the body's agreed-upon roadmap for the meeting. Each agenda item can be handled by the chair in the following basic format:

**First**, the chair should clearly announce the agenda item number and should clearly state what the agenda item subject is. The chair should then announce the format (which follows) that will be followed in considering the agenda item.

**Second**, following that agenda format, the chair should invite the appropriate person or persons to report on the item, including any recommendation that they might have. The appropriate person or persons may be the chair, a member of the body, a staff person, or a committee chair charged with providing input on the agenda item.

**Third**, the chair should ask members of the body if they have any technical questions of clarification. At this point, members of the body may ask clarifying questions to the person or persons who reported on the item, and that person or persons should be given time to respond.

**Fourth**, the chair should invite public comments, or if appropriate at a formal meeting, should open the public meeting for public input. If numerous members of the public indicate a desire to speak to the subject, the chair may limit the time of public speakers. At the conclusion of the public comments, the chair should announce that public input has concluded (or the public hearing, as the case may be, is closed).

**Fifth**, the chair should invite a motion. The chair should announce the name of the member of the body who makes the motion.

**Sixth**, the chair should determine if any member of the body wishes to second the motion. The chair should announce the name of the member of the body who seconds the motion. It is normally good practice for a motion to require a second before proceeding to ensure that it is not just one member of the body who is interested in a particular approach. However, a second is not an absolute requirement, and the chair can proceed with consideration and vote on a motion even when there is no second. This is a matter left to the discretion of the chair.

**Seventh**, if the motion is made and seconded, the chair should make sure everyone understands the motion.

This is done in one of three ways:

1. The chair can ask the maker of the motion to repeat it;
2. The chair can repeat the motion; or
3. The chair can ask the secretary or the clerk of the body to repeat the motion.

**Eighth**, the chair should now invite discussion of the motion by the body. If there is no desired discussion, or after the discussion has ended, the chair should announce that the body will vote on the motion. If there has been no discussion or very brief discussion, then the vote on the motion should proceed immediately and there is no need to repeat the motion. If there has been substantial discussion, then it is normally best to make sure everyone understands the motion by repeating it.

**Ninth**, the chair takes a vote. Simply asking for the “ayes” and then asking for the “nays” normally does this. If members of the body do not vote, then they “abstain.” Unless the rules of the body provide otherwise (or unless a super majority is required as delineated later in these rules), then a simple majority (as defined in law or the rules of the body as delineated later in these rules) determines whether the motion passes or is defeated.

**Tenth**, the chair should announce the result of the vote and what action (if any) the body has taken. In announcing the result, the chair should indicate the names of the members of the body, if any, who voted in the minority on the motion. This announcement might take the following form: “The motion passes by a vote of 3-2, with Smith and Jones dissenting. We have passed the motion requiring a 10-day notice for all future meetings of this body.”

## Motions in General

Motions are the vehicles for decision making by a body. It is usually best to have a motion before the body prior to commencing discussion of an agenda item. This helps the body focus.

Motions are made in a simple two-step process. First, the chair should recognize the member of the body. Second, the member of the body makes a motion by preceding the member’s desired approach with the words “I move . . .”

A typical motion might be: “I move that we give a 10-day notice in the future for all our meetings.”

The chair usually initiates the motion in one of three ways:

1. **Inviting the members of the body to make a motion**, for example, “A motion at this time would be in order.”
2. **Suggesting a motion to the members of the body**, “A motion would be in order that we give a 10-day notice in the future for all our meetings.”
3. **Making the motion**. As noted, the chair has every right as a member of the body to make a motion, but should normally do so only if the chair wishes to make a motion on an item but is convinced that no other member of the body is willing to step forward to do so at a particular time.

## The Three Basic Motions

There are three motions that are the most common and recur often at meetings:

**The basic motion.** The basic motion is the one that puts forward a decision for the body’s consideration. A basic motion might be: “I move that we create a five-member committee to plan and put on our annual fundraiser.”

**The motion to amend.** If a member wants to change a basic motion that is before the body, they would move to amend it. A motion to amend might be: “I move that we amend the motion to have a 10-member committee.” A motion to amend takes the basic motion that is before the body and seeks to change it in some way.

**The substitute motion.** If a member wants to completely do away with the basic motion that is before the body, and put a new motion before the body, they would move a substitute motion. A substitute motion might be: “I move a substitute motion that we cancel the annual fundraiser this year.”

“Motions to amend” and “substitute motions” are often confused, but they are quite different, and their effect (if passed) is quite different. A motion to amend seeks to retain the basic motion on the floor, but modify it in some way. A substitute motion seeks to throw out the basic motion on the floor, and substitute a new and different motion for it. The decision as to whether a motion is really a “motion to amend” or a “substitute motion” is left to the chair. So if a member makes what that member calls a “motion to amend,” but the chair determines that it is really a “substitute motion,” then the chair’s designation governs.

A “friendly amendment” is a practical parliamentary tool that is simple, informal, saves time and avoids bogging a meeting down with numerous formal motions. It works in the following way: In the discussion on a pending motion, it may appear that a change to the motion is desirable or may win support for the motion from some members. When that happens, a member who has the floor may simply say, “I want to suggest a friendly amendment to the motion.” The member suggests the friendly amendment, and if the maker and the person who seconded the motion pending on the floor accepts the friendly amendment, that now becomes the pending motion on the floor. If either the maker or the person who seconded rejects the proposed friendly amendment, then the proposer can formally move to amend.

### Multiple Motions Before the Body

There can be up to three motions on the floor at the same time. The chair can reject a fourth motion until the chair has dealt with the three that are on the floor and has resolved them. This rule has practical value. More than three motions on the floor at any given time is confusing and unwieldy for almost everyone, including the chair.

When there are two or three motions on the floor (after motions and seconds) at the same time, the vote should proceed *first* on the *last* motion that is made. For example, assume the first motion is a basic “motion to have a five-member committee to plan and put on our annual fundraiser.” During the discussion of this motion, a member might make a second motion to “amend the main motion to have a 10-member committee, not a five-member committee to plan and put on our annual fundraiser.” And perhaps, during that discussion, a member makes yet a third motion as a “substitute motion that we not have an annual fundraiser this year.” The proper procedure would be as follows:

**First**, the chair would deal with the *third* (the last) motion on the floor, the substitute motion. After discussion and debate, a vote would be taken first on the third motion. If the substitute motion *passed*, it would be a substitute for the basic motion and would eliminate it. The first motion would be moot, as would the second motion (which sought to amend the first motion), and the action on the agenda item would be completed on the passage by the body of the third motion (the substitute motion). No vote would be taken on the first or second motions.

**Second**, if the substitute motion *failed*, the chair would then deal with the second (now the last) motion on the floor, the motion to amend. The discussion and debate would focus strictly on the amendment (should the committee be five or 10 members). If the motion to amend *passed*, the chair would then move to consider the main motion (the first motion) as *amended*. If the motion to amend *failed*, the chair would then move to consider the main motion (the first motion) in its original format, not amended.

**Third**, the chair would now deal with the first motion that was placed on the floor. The original motion would either be in its original format (five-member committee), or if *amended*, would be in its amended format (10-member committee). The question on the floor for discussion and decision would be whether a committee should plan and put on the annual fundraiser.

### To Debate or Not to Debate

The basic rule of motions is that they are subject to discussion and debate. Accordingly, basic motions, motions to amend, and substitute motions are all eligible, each in their turn, for full discussion before and by the body. The debate can continue as long as members of the body wish to discuss an item, subject to the decision of the chair that it is time to move on and take action.

There are exceptions to the general rule of free and open debate on motions. The exceptions all apply when there is a desire of the body to move on. The following motions are not debatable (that is, when the following motions are made and seconded, the chair must immediately call for a vote of the body without debate on the motion):

**Motion to adjourn.** This motion, if passed, requires the body to immediately adjourn to its next regularly scheduled meeting. It requires a simple majority vote.

**Motion to recess.** This motion, if passed, requires the body to immediately take a recess. Normally, the chair determines the length of the recess which may be a few minutes or an hour. It requires a simple majority vote.

**Motion to fix the time to adjourn.** This motion, if passed, requires the body to adjourn the meeting at the specific time set in the motion. For example, the motion might be: “I move we adjourn this meeting at midnight.” It requires a simple majority vote.

**Motion to table.** This motion, if passed, requires discussion of the agenda item to be halted and the agenda item to be placed on “hold.” The motion can contain a specific time in which the item can come back to the body. “I move we table this item until our regular meeting in October.” Or the motion can contain no specific time for the return of the item, in which case a motion to take the item off the table and bring it back to the body will have to be taken at a future meeting. A motion to table an item (or to bring it back to the body) requires a simple majority vote.

**Motion to limit debate.** The most common form of this motion is to say, “I move the previous question” or “I move the question” or “I call the question” or sometimes someone simply shouts out “question.” As a practical matter, when a member calls out one of these phrases, the chair can expedite matters by treating it as a “request” rather than as a formal motion. The chair can simply inquire of the body, “any further discussion?” If no one wishes to have further discussion, then the chair can go right to the pending motion that is on the floor. However, if even one person wishes to discuss the pending motion further, then at that point, the chair should treat the call for the “question” as a formal motion, and proceed to it.

When a member of the body makes such a motion (“I move the previous question”), the member is really saying: “I’ve had enough debate. Let’s get on with the vote.” When such a motion is made, the chair should ask for a second, stop debate, and vote on the motion to limit debate. The motion to limit debate requires a two-thirds vote of the body.

**NOTE:** A motion to limit debate could include a time limit. For example: “I move we limit debate on this agenda item to 15 minutes.” Even in this format, the motion to limit debate requires a two-thirds vote of the body. A similar motion is a *motion to object to consideration of an item*. This motion is not debatable, and if passed, precludes the body from even considering an item on the agenda. It also requires a two-thirds vote.

## Majority and Super Majority Votes

In a democracy, a simple majority vote determines a question. A tie vote means the motion fails. So in a seven-member body, a vote of 4-3 passes the motion. A vote of 3-3 with one abstention means the motion fails. If one member is absent and the vote is 3-3, the motion still fails.

All motions require a simple majority, but there are a few exceptions. The exceptions come up when the body is taking an action which effectively cuts off the ability of a minority of the body to take an action or discuss an item. These extraordinary motions require a two-thirds majority (a super majority) to pass:

**Motion to limit debate.** Whether a member says, “I move the previous question,” or “I move the question,” or “I call the question,” or “I move to limit debate,” it all amounts to an attempt to cut off the ability of the minority to discuss an item, and it requires a two-thirds vote to pass.

**Motion to close nominations.** When choosing officers of the body (such as the chair), nominations are in order either from a nominating committee or from the floor of the body. A motion to close nominations effectively cuts off the right of the minority to nominate officers and it requires a two-thirds vote to pass.

**Motion to object to the consideration of a question.** Normally, such a motion is unnecessary since the objectionable item can be tabled or defeated straight up. However, when members of a body do not even want an item on the agenda to be considered, then such a motion is in order. It is not debatable, and it requires a two-thirds vote to pass.

**Motion to suspend the rules.** This motion is debatable, but requires a two-thirds vote to pass. If the body has its own rules of order, conduct or procedure, this motion allows the body to suspend the rules for a particular purpose. For example, the body (a private club) might have a rule prohibiting the attendance at meetings by non-club members. A motion to suspend the rules would be in order to allow a non-club member to attend a meeting of the club on a particular date or on a particular agenda item.

## Counting Votes

The matter of counting votes starts simple, but can become complicated.

Usually, it’s pretty easy to determine whether a particular motion passed or whether it was defeated. If a simple majority vote is needed to pass a motion, then one vote more than 50 percent of the body is required. For example, in a five-member body, if the vote is three in favor and two opposed, the motion passes. If it is two in favor and three opposed, the motion is defeated.

If a two-thirds majority vote is needed to pass a motion, then how many affirmative votes are required? The simple rule of thumb is to count the “no” votes and double that count to determine how many “yes” votes are needed to pass a particular motion. For example, in a seven-member body, if two members vote “no” then the “yes” vote of at least four members is required to achieve a two-thirds majority vote to pass the motion.

What about tie votes? In the event of a tie, the motion always fails since an affirmative vote is required to pass any motion. For example, in a five-member body, if the vote is two in favor and two opposed, with one member absent, the motion is defeated.

Vote counting starts to become complicated when members vote “abstain” or in the case of a written ballot, cast a blank (or unreadable) ballot. Do these votes count, and if so, how does one count them? The starting point is always to check the statutes.

In California, for example, for an action of a board of supervisors to be valid and binding, the action must be approved by a majority of the board. (California Government Code Section 25005.) Typically, this means three of the five members of the board must vote affirmatively in favor of the action. A vote of 2-1 would not be sufficient. A vote of 3-0 with two abstentions would be sufficient. In general law cities in

California, as another example, resolutions or orders for the payment of money and all ordinances require a recorded vote of the total members of the city council. (California Government Code Section 36936.) Cities with charters may prescribe their own vote requirements. Local elected officials are always well-advised to consult with their local agency counsel on how state law may affect the vote count.

After consulting state statutes, step number two is to check the rules of the body. If the rules of the body say that you count votes of “those present” then you treat abstentions one way. However, if the rules of the body say that you count the votes of those “present and voting,” then you treat abstentions a different way. And if the rules of the body are silent on the subject, then the general rule of thumb (and default rule) is that you count all votes that are “present and voting.”

Accordingly, under the “present and voting” system, you would **NOT** count abstention votes on the motion. Members who abstain are counted for purposes of determining quorum (they are “present”), but you treat the abstention votes on the motion as if they did not exist (they are not “voting”). On the other hand, if the rules of the body specifically say that you count votes of those “present” then you **DO** count abstention votes both in establishing the quorum and on the motion. In this event, the abstention votes act just like “no” votes.

*How does this work in practice?*

*Here are a few examples.*

Assume that a five-member city council is voting on a motion that requires a simple majority vote to pass, and assume further that the body has no specific rule on counting votes. Accordingly, the default rule kicks in and we count all votes of members that are “present and voting.” If the vote on the motion is 3-2, the motion passes. If the motion is 2-2 with one abstention, the motion fails.

Assume a five-member city council voting on a motion that requires a two-thirds majority vote to pass, and further assume that the body has no specific rule on counting votes. Again, the default rule applies. If the vote is 3-2, the motion fails for lack of a two-thirds majority. If the vote is 4-1, the motion passes with a clear two-thirds majority. A vote of three “yes,” one “no” and one “abstain” also results in passage of the motion. Once again, the abstention is counted only for the purpose of determining quorum, but on the actual vote on the motion, it is as if the abstention vote never existed — so an effective 3-1 vote is clearly a two-thirds majority vote.

Now, change the scenario slightly. Assume the same five-member city council voting on a motion that requires a two-thirds majority vote to pass, but now assume that the body **DOES** have a specific rule requiring a two-thirds vote of members “present.” Under this specific rule, we must count the members present not only for quorum but also for the motion. In this scenario, any abstention has the same force and effect as if it were a “no” vote. Accordingly, if the votes were three “yes,” one “no” and one “abstain,” then the motion fails. The abstention in this case is treated like a “no” vote and effective vote of 3-2 is not enough to pass two-thirds majority muster.

Now, exactly how does a member cast an “abstention” vote?

Any time a member votes “abstain” or says, “I abstain,” that is an abstention. However, if a member votes “present” that is also treated as an abstention (the member is essentially saying, “Count me for purposes of a quorum, but my vote on the issue is abstain.”) In fact, any manifestation of intention not to vote either “yes” or “no” on the pending motion may be treated by the chair as an abstention. If written ballots are cast, a blank or unreadable ballot is counted as an abstention as well.

Can a member vote “absent” or “count me as absent?” Interesting question. The ruling on this is up to the chair. The better approach is for the chair to count this as if the member had left his/her chair and is actually “absent.” That, of course, affects the quorum. However, the chair may also treat this as a vote to abstain, particularly if the person does not actually leave the dais.

## The Motion to Reconsider

There is a special and unique motion that requires a bit of explanation all by itself; the motion to reconsider. A tenet of parliamentary procedure is finality. After vigorous discussion, debate and a vote, there must be some closure to the issue. And so, after a vote is taken, the matter is deemed closed, subject only to reopening if a proper motion to consider is made and passed.

A motion to reconsider requires a majority vote to pass like other garden-variety motions, but there are two special rules that apply only to the motion to reconsider.

First, is the matter of timing. A motion to reconsider must be made at the meeting where the item was first voted upon. A motion to reconsider made at a later time is untimely. (The body, however, can always vote to suspend the rules and, by a two-thirds majority, allow a motion to reconsider to be made at another time.)

Second, a motion to reconsider may be made only by certain members of the body. Accordingly, a motion to reconsider may be made only by a member who voted in the majority on the original motion. If such a member has a change of heart, he or she may make the motion to reconsider (any other member of the body — including a member who voted in the minority on the original motion — may second the motion). If a member who voted in the minority seeks to make the motion to reconsider, it must be ruled out of order. The purpose of this rule is finality. If a member of minority could make a motion to reconsider, then the item could be brought back to the body again and again, which would defeat the purpose of finality.

If the motion to reconsider passes, then the original matter is back before the body, and a new original motion is in order. The matter may be discussed and debated as if it were on the floor for the first time.



## Courtesy and Decorum

The rules of order are meant to create an atmosphere where the members of the body and the members of the public can attend to business efficiently, fairly and with full participation. At the same time, it is up to the chair and the members of the body to maintain common courtesy and decorum. Unless the setting is very informal, it is always best for only one person at a time to have the floor, and it is always best for every speaker to be first recognized by the chair before proceeding to speak.

The chair should always ensure that debate and discussion of an agenda item focuses on the item and the policy in question, not the personalities of the members of the body. Debate on policy is healthy, debate on personalities is not. The chair has the right to cut off discussion that is too personal, is too loud, or is too crude.

Debate and discussion should be focused, but free and open. In the interest of time, the chair may, however, limit the time allotted to speakers, including members of the body.

Can a member of the body interrupt the speaker? The general rule is “no.” There are, however, exceptions. A speaker may be interrupted for the following reasons:

**Privilege.** The proper interruption would be, “point of privilege.” The chair would then ask the interrupter to “state your point.” Appropriate points of privilege relate to anything that would interfere with the normal comfort of the meeting. For example, the room may be too hot or too cold, or a blowing fan might interfere with a person’s ability to hear.

**Order.** The proper interruption would be, “point of order.” Again, the chair would ask the interrupter to “state your point.” Appropriate points of order relate to anything that would not be considered appropriate conduct of the meeting. For example, if the chair moved on to a vote on a motion that permits debate without allowing that discussion or debate.

**Appeal.** If the chair makes a ruling that a member of the body disagrees with, that member may appeal the ruling of the chair. If the motion is seconded, and after debate, if it passes by a simple majority vote, then the ruling of the chair is deemed reversed.

**Call for orders of the day.** This is simply another way of saying, “return to the agenda.” If a member believes that the body has drifted from the agreed-upon agenda, such a call may be made. It does not require a vote, and when the chair discovers that the agenda has not been followed, the chair simply reminds the body to return to the agenda item properly before them. If the chair fails to do so, the chair’s determination may be appealed.

**Withdraw a motion.** During debate and discussion of a motion, the maker of the motion on the floor, at any time, may interrupt a speaker to withdraw his or her motion from the floor. The motion is immediately deemed withdrawn, although the chair may ask the person who seconded the motion if he or she wishes to make the motion, and any other member may make the motion if properly recognized.

## Special Notes About Public Input

The rules outlined above will help make meetings very public-friendly. But in addition, and particularly for the chair, it is wise to remember three special rules that apply to each agenda item:

**Rule One:** Tell the public what the body will be doing.

**Rule Two:** Keep the public informed while the body is doing it.

**Rule Three:** When the body has acted, tell the public what the body did.



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