

ORDINANCE NO. 09-49

AN ORDINANCE OF THE MAYOR AND TOWN COUNCIL OF THE TOWN OF DEWEY-HUMBOLDT, ARIZONA, ADOPTING TOWN COUNCIL RULES AND PROCEDURES; EXTINGUISHING RESOLUTION HEREBY MADE REDUNDANT; PROVIDING FOR SEVERABILITY; AND PROVIDING FOR AN EFFECTIVE DATE.

Whereas, the Town of Dewey-Humboldt municipal government operates under a council-manager form of government as established by the Town ordinance;

Whereas, under this form of government, the Council is the sole elected representative of the citizens and is sole source of legislative authority and the sole finder of legislative fact;

Whereas, the Council provides legislative direction, sets Town policy and monitors its execution by Town staff;

Whereas, the benefits of democracy can only be realized by the citizens of the Town if the rules and procedures governing the authority, continuity, accountability of all elected and appointed agencies of the Town are well understood;

Whereas, such Rules and Procedures will increase the welfare of the citizens of the Town by defining and ensuring the due process of democratic action;

Whereas, the Rules and Procedures recognize the importance of involving the public and volunteers in addressing concerns in a cost effective manner and will allow citizens a mechanism to be involved in the Town's programs and issues as they arise;

Whereas, groundwater is a critical resource to the Town's citizens and especially access to quality groundwater by way of wells in the area; and

Whereas, the Council has determined that by involving the public and volunteers with the support of Town Staff in addressing these concerns is cost effective and allows citizens a mechanism to be involved in the Town's programs.

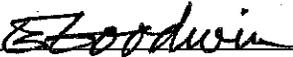
Now therefore, the Town Council of the Town of Dewey-Humboldt does ordain as follows:

1. Adoption. That certain document known as the Town Council Rules and Procedures, attached hereto as *Exhibit A*, is hereby adopted by the Town of Dewey-Humboldt, and each and all of the conditions and terms of the Town Council Rules and Procedures are hereby referred to, adopted, and made a part hereof as through fully set forth herein.
2. Extinguishment. Town Council Resolutions 05-16, 05-18, 07-43, 07-44, and 07-45 are hereby extinguished in their entirety and are made of no further force or effect, replaced by these Town Council Rules and Procedures.
3. Severability. The provisions of this ordinance and the code it incorporates are hereby declared to be severable, and if any section, sentence, clause, or phrase of this ordinance shall, for any reason, be held to be invalid or unconstitutional, such decisions shall not affect the remaining sections, sentences, clauses, or phrases of this ordinance, but they shall remain in effect, it being the legislative intent that this ordinance shall stand notwithstanding

the validity of any part thereof.

4. Effective Date. That this ordinance and the rules, regulations, provisions, requirements, orders and matters established and adopted hereby shall take effect and be in full force May 8, 2009, and shall be codified as of July 1, 2009.

PASSED AND ADOPTED by the Mayor and Common Council of the Town of Dewey-Humboldt, Yavapai County, Arizona, this 7th day of April 2009.



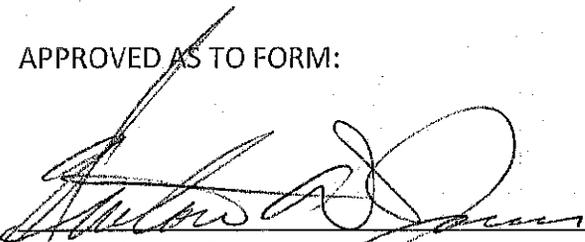
Earl Goodwin,
Mayor

ATTEST:



Judy Morgan
Town Clerk

APPROVED AS TO FORM:



Kenton Jones, Town Attorney

EXHIBIT A



Town of Dewey-Humboldt

Adopted by Ordinance № 09-___ on April 7, 2009.

These Rules replace in their entirety Town Resolution Nos 05-16, 05-18, 07-43, 07-44, and 07-45.

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1 Form of Government.

The Town of Dewey-Humboldt municipal government operates under a council-manager form of government as established by the Town ordinance.

1.1 Roles.

Under this form of government, the Council provides legislative direction, sets Town policy and monitors its execution by Town staff. The Town Manager serves as the Town's chief administrative officer and is responsible for directing the day-to-day operations of the Town.

1.2 Authority.

The key provisions that outline Dewey-Humboldt's council-manager form of government are found in Town ordinance.

1.3 Mutual Exclusivity.

Town staff shall not interfere with the administration of the Town Council's or Mayor's duties. Neither the Town Council nor any of its members shall interfere with the administration of the

Town staff's duties or give orders to the subordinates of either the Town Manager or Town Attorney.

2 Council Powers and Responsibilities.

2.1 Town Council Generally.

2.1.1 Number and term. The elected Officials of the Town shall be 7 Council members (including the Mayor) who shall constitute the Town Council. Each Councilmember's term shall continue in office until assumption of duties of office by their duly elected and sworn successor.

2.1.2 Any form of action permissible. The corporate powers of the Town shall be vested in the Council and shall be exercised only as directed or authorized by law. All powers of the Council shall be exercised by ordinance, resolution, order, or motion.

2.1.3 No artificial limit. The Town Council has the power, in the name of the Town, to do and perform all acts and things appropriate to a municipal corporation and the general welfare of its inhabitants, which are not specifically prohibited by the constitution, the Town ordinance or State or Federal laws.

2.1.4 Majority rule. The Council acts as a body. Policy is established by majority vote. A decision of the majority binds the Council to a course of action. The Council majority may be a majority of the quorum of the Council.

2.1.5 No special powers. No Councilmember has extraordinary powers beyond those of other members (except as may otherwise be provided in State law). All members, including the Mayor, have equal powers.

2.1.6 One office. No member of the Council is permitted to hold any other Town office or Town employment (except as may otherwise be provided in the Town ordinance).

2.1.7 Assumption of Office. Immediately prior to assumption of the duties of office, each Councilmember shall publicly sign the Council Code of Conduct and take and subscribe to the oath of office. The oath shall be given by the Town Magistrate or by the Town Clerk. Council members of the Town shall assume the duties of office at a regularly scheduled Council meeting immediately following or concurrent with the canvassing of the vote of the general election or as otherwise provided in State law. Assumption of an elected office will result in the automatic resignation of all other Town offices, elected or appointed.

2.1.8 Council Vacancies. The Council shall fill by appointment, for the unexpired term, any vacancy that may occur.

2.1.8.1 Time of Appointment. Council shall appoint the substitute new council member or mayor as soon as possible after the Council receives notice that a seat will be vacated. This will typically result in an appointment being made prior to the seat being vacated, effective as of the known future date of the vacancy. If the notice of vacancy occurs during an active Council election season (i.e., after the deadline for candidates to file papers to run and before the last election cycle for which papers were to be filed is complete), the vacancy appointment will not be made until the election cycle is complete (i.e., until after all votes have been cast). Election of a sitting Councilmember or Mayor to another office constitutes (as of the date of the election) notice that a vacancy will exist as of the date of assumption of office.

2.1.8.2 Application. Upon notice that a vacancy on the Council exists or will exist as of a known future date, the Council will call for applications by individuals interested in being appointed, with a specific deadline for such applications to be received by the Town at the Town offices. Such call for applications will be advertised. Application forms will be prepared by the Town Clerk. Completed applications will be submitted by applicants to the Town Clerk, who will collect the applications and schedule interviews with the Town Council. In the event that the vacancy occurs during or because of a Town election, all unelected persons on the ballot for the vacated position (Councilmember or Mayor) will be considered applicants without further filing.

2.1.8.3 Nomination in addition to application; Interviews. After such deadline, the Council will meet in a public meeting to consider the applications and may nominate any candidates that individual Councilmembers deem to be qualified and notify those individuals of a time and place for interviews to be held. The Council may prepare interview questions in advance of the interviews and provide them to applicants. Interviews of applicants will be held in a public meeting; however, no public comment on the interviews or applicants will be accepted. The outcome of the ballot election will constitute the recommendation of the interview panel, which will be a consent agenda item at the next Regular or Special Council meeting. Council may convene in a properly noticed Special Council Meeting for purposes of voting and selecting a candidate or may choose to delay this action to a future Regular or Special meeting.

2.1.8.4 Ballots. All applicants and nominees will be included on ballots for voting by the Council. Each Councilmember and Mayor will vote by paper ballot, ranking each candidate from most preferred ("1") to least preferred (if 4 candidates, "4"). Incomplete ballots will be disqualified. In the presence of Council, Staff will tabulate the results from all complete ballots.

A mock ballot

An example of what an optical scan, instant runoff ballot might look like.

Voters rank the candidates in order of preference. If no candidate receives a majority of "first choice" votes, the one receiving the fewest of those votes is eliminated. That candidate's votes are then redistributed to the others according to the voter's preferences.

For Office	1st Choice	2nd Choice	3rd Choice	4th Choice
Archibald Henderson	●	②	③	④
John A. Lejeune	①	②	●	④
Alfred M. Gray, Jr.	①	●	③	④
James T. Conway	①	②	③	●

2.1.8.5 Preferential Voting. Substitute applicants and nominees shall be elected by a preferential voting process requiring each voter to rank all the candidates on the ballot in the order of the voter's preference. If no applicant or nominee attains a majority of first place votes, then the applicant or nominee for that office who receives the lowest number of first place votes shall be eliminated from the running, and the votes cast for that applicant or nominee shall be distributed according to the next valid preference on the ballot. The process shall continue until a single applicant or nominee for each office attains a majority, or until all applicants and nominees are eliminated or a tie occurs. If there is a tie for the lowest number of votes and more than two applicants or nominees remain in contention, then both tied applicants or nominees will be eliminated. In the event of a tie between the final round applicants or nominees, then second place votes will be counted as first place votes for each applicant and nominee. This process will be repeated for all subsequent ranks until there is no longer a tie. In the event that all ranks are counted and a tie remains, the counting process will recommence including all previously eliminated ballots, counting all second place votes as first place votes.

2.1.9 Council Compensation. Council members will not receive any salary, benefits or other form of monetary compensation for their services. A sitting Council may, by ordinance, modify or otherwise implement a schedule of compensation that will not be effective for any member of that Council or future member until after the next Council election. Any such compensation will become effective beginning the next July 1st following the election.

2.1.10 Bond. Prior to taking office, the Town will provide for each Councilmember an official bond enforceable against the principal and his sureties. Said bond shall be payable to the State, and to and for the use and benefit of the Town or any person who may be injured or aggrieved by acts of such officer in his official capacity. A person so injured or aggrieved may bring suit on such bond under provisions identical to those contained in A.R.S. Section 38-260. Bonds shall be in such sum as shall be determined by the Town Manager and the premium for such bonds shall be paid by the Town.

2.1.11 Financial Disclosure Statement. Each member of the Council shall file a financial disclosure statement by January 31st of each year on a form setting forth such information as may be required by State law.

2.2 Mayor and Vice Mayor-Appointment, Power and Duties.

2.2.1 The Mayor is the official head of the Town for all ceremonial purposes.

2.2.2 The Mayor does not possess any power of veto.

2.2.3 The Mayor, or Council designee, coordinates with the Town Manager in the development of agendas for meetings of the Town Council.

2.2.4 The Vice Mayor serves at the pleasure of the Council and can be replaced at any time by a majority vote of the Council. In the Mayor's absence, the Vice Mayor shall perform the duties of the Mayor.

2.2.5 The Mayor may perform such other duties consistent with the mayoral office as may be prescribed by Town ordinance, as may be imposed by the Council, or as required by State law. Specific duties include:

2.2.5.1 The Mayor shall act as the chairman of the Council and preside over its meetings in accordance with Robert's Rules of Order. However, as a member of the Council, the Mayor shall have the same rights and privileges as all other Council Members have including the ability to make, and second, motions and vote on motions made by the Council.

2.2.5.2 The Mayor shall execute and authenticate by his signature all such instruments as the Council or any statutes, ordinances or this code may require.

2.2.5.3 The Mayor may, by proclamation, declare a local emergency to exist due to any natural or man-made calamity or disaster. The Mayor may also declare such an emergency in the event of a threat of occurrence of riot or other acts of civil disobedience which endanger life or property within the Town. After declaration of any such emergency, the Mayor shall govern by proclamation and impose any and all necessary regulations to preserve the peace and order of the Town, including but not limited to:

2.2.5.3.1 Imposition of a curfew for all or any portion of the Town;

2.2.5.3.2 Ordering the closing of any business;

2.2.5.3.3 Closing to the public access to any public building, street or other public place; or

2.2.5.3.4 Call upon regular or auxiliary law enforcement agencies and organizations within or without the Town for assistance in providing for the safety of the Town, its citizens and property.

2.2.5.4 As the Mayor may deem appropriate, and upon request by an organization or individual, the Mayor may prepare proclamations that identify particular days or events to be of special interest to the Town and its citizens.

2.2.5.5 With the assistance of Town Staff, the Mayor will monitor and manage the Budget.

2.3 Council Actions.

2.3.1 Legislative actions by the Town Council can be taken by means of ordinance, resolution, or minute action duly made and passed by the majority (unless otherwise provided).

2.3.2 In accordance with State law, public actions of the Council are recorded in the minutes of the Town Council meeting. The Town Clerk is required to make a record of business actually passed upon by a vote of the Council and should not record any remarks of Councilmembers or of any other person, except at the special request of a Councilmember, with the consent of the Council.

2.3.3 Actions of the Council concerning confidential property, personnel, and legal matters of the Town are to be reported consistent with State law.

2.3.4 Any council member may suggest an agenda item for the next regular council meeting and the item shall be placed on the agenda.

2.4 Council Member Committees.

2.4.1 The Town Council may organize itself into standing or ad hoc committees of the Council (each a "Council Member Committee") to facilitate Council review and action regarding certain matters referred to them by the Town Council.

2.4.2 All work undertaken by a Council Member Committee must originate with the Council and all actions of a Council Member Committee shall be reported to the Council.

2.4.3 Standing, Special, or ad hoc Council Member Committees may be created or dissolved by the Mayor or a majority vote of the Council. The Mayor appoints the members.

2.4.4 The Mayor annually appoints members to standing Council Member Committees.

2.4.5 Other members of the Council not assigned to a Council Member Committee may attend meetings of a Council Member Committee, as an observer; however, they shall be seated with the audience and may not participate in any manner or address the Council Member Committee.

2.4.6 If an absence is anticipated on a Council Member Committee and that absence may impede the work of the Council Member Committee, the Council Member Committee chair or other member may request that the Mayor designate another member of the Council to attend for the absent member and serve as an alternate member of the Council Member Committee. The term for service by the alternate member will be the term designated in the appointment, or for one meeting, if no term is specified.

3 Legal and Ethical Standards.

3.1 Preamble.

The residents and businesses of Dewey-Humboldt are entitled to have fair, ethical and accountable local government. Such a government requires that public officials:

3.1.1 Comply with both the letter and the spirit of the laws and policies affecting operations of the government;

3.1.2 Be independent, impartial and fair in their judgment and actions;

3.1.3 Use their public office for the public good, not for personal gain; and

3.1.4 Conduct public deliberations and processes openly, unless legally confidential, in an atmosphere of respect and civility.

3.2 Code of Ethics.

To this end, the Dewey-Humboldt Town Council has adopted a Code of Ethics to encourage public confidence in the integrity of local government and its fair and effective operation. This

Town Council Code of Ethics is composed of three documents: (1) these Town Council Rules and Procedures; (2) the Town Council Personal Code of Conduct; and (3) the Town Council Code of Teamwork and Cooperation. The Town Council Code of Ethics shall not be interpreted to conflict with other rights and responsibilities of public officials set forth in this code or Federal, State or local law. The Town Council Code of Ethics shall be considered to be the definitive document relating to ethical conduct by Dewey-Humboldt Councilmembers.

3.3 Public Interest.

3.3.1 Recognizing that stewardship of the public interest must be their primary concern, Councilmembers shall work for the common good of the people of Dewey-Humboldt and not for any private or personal interest. Councilmembers must endeavor to treat all members of the public and issues before them in a fair and equitable manner.

3.3.2 Councilmembers shall comply with the laws of the nation, the State of Arizona and the Town in the performance of their public duties. These laws include, but are not limited to: the United States and Arizona constitutions; the Dewey-Humboldt Town ordinance; laws pertaining to conflicts of interest, election campaigns, financial disclosures, employer responsibilities and open meetings.

3.4 Conduct.

3.4.1 Councilmembers shall refrain from abusive conduct, personal charges or verbal attacks upon the character or motives of other members of the Town Council, boards, commissions, committees, staff or the public.

3.4.2 Councilmember duties shall be performed in accordance with the processes and rules of order established by the Town Council.

3.4.3 Councilmembers shall inform themselves on public issues, listen attentively to public discussions before the body and focus on the business at hand.

3.4.4 Council decisions shall be based upon the merits and substance of the matter at hand.

3.4.5 It is the responsibility of Councilmembers to publicly share substantive information that is relevant to a matter under consideration that they have received from sources outside of the public decision-making process with all other Councilmembers and the public prior to taking action on the matter.

3.4.6 Appropriate Town staff should be involved when Councilmembers meet with officials from other agencies and jurisdictions to ensure proper staff support as needed and to keep staff informed.

3.4.7 Councilmembers shall not attend internal staff meetings or meetings between Town staff and third parties unless invited by Town staff or directed by Council to do so.

3.4.8 *Policy Role.* Councilmembers shall respect and adhere to the council-manager structure of Dewey-Humboldt Town government as provided in State law and the Town

ordinance. Councilmembers shall support the maintenance of a positive and constructive environment for residents, businesses and Town employees.

3.4.9 *Implementation.* The Code of Ethics shall be included in the regular orientations for Town Council candidates. Councilmembers entering office shall sign a statement affirming they have read and understand the Town of Dewey-Humboldt Town Council Code of Ethics.

3.5 Conflict of Interest.

3.5.1 In order to assure their independence and impartiality on behalf of the public good, Councilmembers are prohibited from using their official positions to influence government decisions in which they have a financial interest or where they have an organizational responsibility or a personal relationship that would present a conflict of interest under applicable State law.

3.5.2 In accordance with State law, Councilmembers must file annual written disclosures of their economic interests.

3.5.3 Councilmembers 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.

3.5.4 Councilmembers shall respect and preserve the confidentiality of information provided to them concerning the confidential matters of the Town. They must neither disclose confidential information without proper legal authorization nor use such information to advance the personal, financial or private interests of themselves or others.

3.5.5 Town Councilmembers should avoid any action that could be construed as, or create the appearance of, using public office for personal gain, including use of Town stationery or other Town resources to obtain or promote personal business.

3.5.6 Public resources not available to the general public (e.g., Town staff time, equipment, supplies or facilities) shall not be used by Councilmembers for private gain or personal purposes.

3.5.7 In keeping with their role as stewards of the public interest, Councilmembers shall not appear on behalf of the private interests of a third party before the Town Council or any board, commission or committee or proceeding of the Town, except as permitted by law.

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

3.6 Compliance and Enforcement—All Rules.

Councilmembers take an oath or affirmation when they assume their office in which they promise to uphold the laws of the State of Arizona, the Town of Dewey-Humboldt and the United States of America. Consistent with this oath or affirmation is the requirement of this Council policy to comply with the laws as well as report violations of the laws and policy of which they become aware.

3.6.1 Any suspected violation or alleged violation by a Councilmember must be reported to the Mayor. Any suspected violation or alleged violation by the Mayor must be

reported to the Vice Mayor. In the case of a Town staff member making the report regarding a Councilmember or Mayor, the report should be made to the Town Manager who will then report it to the Mayor (or, when appropriate, the Vice Mayor). Upon report, the Town Manager and Town Attorney will assist the Mayor in following one of the 2 protocols for addressing the violation or alleged violation:

3.6.1.1 If the Mayor, Town Manager and Town Attorney all agree that the violation or alleged violation is minor in nature, the Mayor and either the Town Manager or Town Attorney may contact the individual Councilmember and advise the member of the concern and seek to resolve the matter (**Protocol 1**).

3.6.1.2 If the Mayor, Town Manager and Town Attorney do not agree that the violation or alleged violation is minor in nature or agree that it is not minor in nature, then the Mayor shall convene a special ad hoc committee of the Mayor (who will serve as Chair), Vice Mayor and a third person selected by the Mayor and Vice Mayor (the "Ethics Committee") who will meet with the Town Manager and Town Attorney and appropriate staff and witnesses to determine how the matter may proceed, be resolved or be reported to the appropriate authorities (**Protocol 2**).

3.6.1.3 In implementing the provisions of this section, the Ethics Committee will be authorized to conduct all inquiries and investigations as necessary to fulfill their obligation.

3.6.1.4 The incident or violation is not minor if it involves the injury or potential injury to any person (e.g., physical, emotional, defamation, harassment, etc.), significant exposure to the Town Treasury or the probability for a repeat occurrence.

3.6.2 Councilmembers wishing to report a suspected violation by a staff member should report it to both the Town Manager and Town Attorney.

3.6.3 In the event any Councilmember with a role in this policy is the subject of the inquiry, the role of that official shall be assumed by the next ranking official in the chain. For example, if the Mayor is the subject of the inquiry, the Ethics Committee shall be comprised of the Vice Mayor (who will serve as Chair) and the two (2) most senior Councilmembers (by duration on the Council). If the Town Manager or Town Attorney is the subject, the Committee will exclude that individual.

3.6.4 The term "committee" or "Ethics Committee" is used for ease of reference only as it is not intended by this policy to create a permanent or standing committee but, rather, to assemble the officials necessary to review complaints should the need arise.

3.6.5 This policy and the protocols set forth are alternatives to any remedy that might otherwise be available or prudent. In order to ensure good government, any individual, including the Town Manager and Town Attorney, who believes a violation may have occurred is hereby authorized to report the violation to other appropriate authorities.

4 Communications.

4.1 Written Communications.

Written communications addressed to the Town Council are to be referred to the Town Clerk for forwarding to the Council.

4.2 Request for Staff Resources.

Council requests for research or other staff work must be directed to the Town Manager, or the Town Attorney regarding legal matters, or the Town Clerk regarding matters within the Clerk's authority.

4.2.1 If more than one hour of staff time will be required to complete the task/project, the item will be agendaized to ask the Town Council if time should be spent on preparing a report on the proposed item.

4.2.2 Staff responses prepared to Council inquiries shall be distributed to all Town Councilmembers.

4.3 Relationship/Communications with Staff.

Staff serves the Town Council as a whole, therefore:

4.3.1 A Councilmember shall not direct staff to initiate any action, change a course of action or prepare any report, nor shall a Councilmember initiate any project or study without the approval of the Council.

4.3.2 Councilmembers shall not attempt to pressure or influence discussions, recommendations, workloads, schedules or department priorities absent the approval of the Council.

4.3.3 When preparing for Council meetings, Councilmembers should direct questions ahead of time to the Town Manager so that staff can provide the desired information at the Council meeting.

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

4.3.5 Councilmembers serving on Council committees or as the Town's representative to an outside agency may interact directly with Town staff assigned to that effort as the Town Manager's designee. The Town staff member so designated and assigned will keep the Town Manager appropriately informed.

4.3.6 Soliciting political support from staff (e.g., financial contributions, display of posters or lawn signs, name on support list, etc.) is prohibited. Town staff may, as private citizens with constitutional rights, support political candidates, but all such activities must be

done away from the workplace and may not be conducted while in uniform or wearing indicia of association with the Town.

4.4 Council Relationship/Communication with Boards, Commissions, and Committees.

Individual Councilmembers shall not attempt to pressure or influence board, commission or committee (each, an "agency") decisions, recommendations or priorities, absent the approval of the Council. The role of Council liaison is to observe and report to the Council and the agency the activities and actions of the agency and the Council, respectively.

4.5 Handling of Litigation and Other Confidential Information.

All written materials and verbal information provided to Councilmembers on matters that are confidential under State law shall be kept in complete confidence to ensure that the Town's position is not compromised. No disclosure or mention of any information in these materials may be made to anyone other than Councilmembers, the Town Attorney or Town Manager.

4.5.1 Confidential materials provided in preparation for and during Executive Sessions must be returned to staff at the conclusion of the Executive Session.

4.5.2 Confidential materials provided to Councilmembers outside of Executive Sessions must be destroyed or returned to staff within thirty (30) days of their receipt.

4.5.3 Councilmembers may not request confidential written information from staff that has not been provided to all Councilmembers.

4.6 Representing an Official Town Position.

4.6.1 Town Councilmembers may use their title only when conducting official Town business, for information purposes, or as an indication of background and expertise, carefully considering whether they are exceeding or appearing to exceed their authority.

4.6.2 Once the Town Council has taken a position on an issue, all official Town correspondence regarding that issue will reflect the Council's adopted position.

4.6.3 In most instances, the Council will authorize the Mayor to send letters stating the Town's official position to appropriate legislators.

4.6.4 If a member of the Town Council appears before another governmental agency organization to give a statement on an issue affecting the Town, the Councilmember should indicate the majority position adopted by the Council. If the Council is divided on an issue, the member should make no statement.

4.6.5 Personal opinions and comments may be expressed only if the Councilmember clarifies that these statements do not reflect the official position of the Town Council.

4.7 Quasi-Judicial Role/Ex Parte Contacts.

4.7.1 *Quasi-Judicial Role.* The Town Council has a number of roles. It legislates and makes administrative and executive decisions. The Council also acts in a quasi-judicial capacity

or "like a judge" when it rules on various permits, licenses and land use entitlements. In this last capacity, quasi-judicial, the Council holds a hearing, takes evidence, determines what the evidence shows and exercises its discretion in applying the facts to the law shown by the evidence. It is to these proceedings that the rule relative to ex parte contacts applies.

4.7.2 *Ex Parte Contacts/Fair Hearings.* The Council shall refrain from receiving information and evidence on any quasi-judicial matter while such matter is pending before the Town Council or any agency, board or commission thereof, except at the public hearing. Note: ordinary lobbying on non-quasi-judicial matters is legal and not a violation of these rules.

4.7.2.1 As an elected official, it is often impossible to avoid such contacts and exposure to information. Therefore, if any member is exposed to information or evidence about a pending matter outside of the public hearing, through contacts by constituents, the applicant or through site visits, the member shall disclose all such information and/or evidence acquired from such contacts, which is not otherwise included in the written or oral staff report, during the public hearing and before the public comments period is opened.

4.7.2.2 Matters are "pending" when an application has been filed. Information and evidence gained by members via their attendance at noticed public hearings before subordinate boards, commissions, and committees are not subject to this rule.

4.8 Attorney-Client Relationship.

[Reserved]

5 Boards, Commissions, and Citizen Committees.

This section is intended to describe the function of boards, commissions, and committees (each a "Citizen Committee") other than Council Member Committees (see § 2.4). These general rules apply unless the motion, resolution, or ordinance creating the board, commission, or committee explicitly provides otherwise.

5.1 Boards, Commissions, and Citizen Committees Generally.

5.1.1 The Town ordinance authorizes the Town Council to establish additional advisory boards, commissions, and Citizen Committees to assist the Council in its policy decisions. The Town Council has the inherent power to create Citizen Committees.

5.1.2 Town Boards, Commissions, and Citizen Committees do not set or establish Town policy or administrative direction to Town staff.

5.1.3 Appointments to boards, commissions, and Citizen Committees are made by motion of the Council after the review and consideration of any applicants.

5.1.4 The terms "board" and "commission" may be used interchangeably. Boards and commissions typically have broader policy and advisory responsibilities than Citizen Committees, which typically have much more focused advisory roles to the Council.

5.2 Board, Commission and Citizen Committee Organization and Conduct

5.2.1 There are two classes of official Town Citizen Committees: "ad hoc" and "standing" Citizen Committees.

5.2.1.1 *Ad hoc* Citizen Committees are formed by motion or resolution of the Council, having the composition, responsibilities, and schedule adopted by Council on motion or resolution. Such ad hoc Citizen Committees are only appropriate for addressing matters having a short duration or specific project focus, and will automatically terminate as defined in their commissioning documents (or when the work is complete, if no time is stated) without further Council action, unless extended by Council.

5.2.1.2 *Standing* Citizen Committees are formed by ordinance of the Council amending this document, having the composition, by-laws, and responsibilities adopted by Council in such ordinance. Such standing Citizen Committees are only appropriate for addressing matters having a continuing duration or recurring project focus, and will terminate only upon Council action.

5.2.2 Each board, commission, or Citizen Committee must elect one of its members to serve as the presiding officer or chair at the first meeting of an ad hoc Citizen Committee, or on the first meeting of the year for a board, commission, or standing Citizen Committee.

5.2.3 Boards, commissions, and Citizen Committees shall hold regular and special meetings as may be required. The conduct of board, commission, and Citizen Committee meetings are governed by the same rules of policy and procedure as the Town Council.

5.2.4 Boards, Commissions, and Citizen Committees should comply with all applicable open meeting and conflict-of-interest laws of Arizona.

5.2.5 Board, commission, and Citizen Committee members are expected to adhere to the Town Council's Code of Ethics.

5.3 Board, Commission, and Citizen Committee Appointments

All voting members of Town boards, commissions, or Citizen Committees must be appointed by Council action (by motion or resolution).

5.3.1 The motion, ordinance, or resolution establishing such boards, commissions, or Citizen Committees will include the number of members, the purpose for which the board, commission, or Citizen Committee is organized, and the duties of thereof.

5.3.2 The Town ordinance provides that members of Town boards and commissions must be residents of the Town. Non-voting Citizen Committee membership may include nonresidents.

5.3.3 All appointees should bring the skill, integrity, knowledge, interest and commitment to evaluating issues in the broad context of the public interest. To the extent possible, appointees should be selected to represent a broad cross-section of the community relative to the purpose of the agency.

5.3.4 Appointees may serve an unlimited number of consecutive terms on a given board, commission or Citizen Committee (except where specifically limited).

5.3.5 The Town Clerk provides application forms and maintains a composite listing of all applications on file which have been received.

5.4 Boards, Commissions, and Citizen Committees-Vacancy of Office.

5.4.1 If a member of a board, commission, or Citizen Committee (1) is absent from 3 regular meetings of such board or commission, consecutively or within a calendar quarter, and the Chair thereof recommends removal, (2) has violated the Code of Ethics, or (3) ceases to be a qualified elector and resident of the Town (in the case of a board, commission, or executive members of a committee), that office shall become vacant upon the declaration of Council. The Council may, for good cause or upon recommendation of the Chair of the agency, determine that a vacancy has not been created.

5.4.2 Resignations may be submitted at any time to the Town Council either directly or through the board, commission, or Citizen Committee chair. Resignations are effective upon submittal.

5.4.3 Upon notice of a vacancy, Town staff shall initiate an appointment procedure similar to that for Council (described in § 2.1.8), leading to a recommendation to the Town Council for a successor of such vacancy and the successor will be appointed to serve only to the date of the unexpired term. The commission, board, or committee appointment process differs from the Council appointment process in that (1) the call for applications may be advertised (if requested by the Council, commission, board, or committee) and (2) the chair of the commission, board, or committee will participate as a member of the interview panel.

5.5 Board, Commission, and Citizen Committee Duty of Loyalty to the Town Council.

Boards, commissions, and Citizen Committees serve as advisory agencies to Council, and have no independent authority (except as provided by State law or Town ordinance). Such agencies of the Town may perform the duties outlined herein, have projects assigned by Council, may initiate independent activities (so long as such activities do not involve tasking of other governmental agencies in the name of the Town, out of state travel, or retention of consultants), and may report on a regular basis to Council on the activities of such agency. When acting in their appointed roles, these agencies should act based on the policy direction of the Council, and should not act in opposition or conflict with the Council, except when the Council has adopted an unambiguously illegal or unethical position. Members of these agencies who cannot in good conscience support the policy directions of Council should resign and seek to persuade the Council through other means.

5.6 Board, Commission, and Standing Citizen Committees.

5.6.1 *Planning and Zoning Advisory Commission.* The Planning and Zoning Advisory Commission (the "P&Z Commission") shall be formed of 7 members, all of whom must be

residents of the Town. Each member will be appointed to a 4-year term, unless filling a vacancy appointment (in which case the term is the balance of the term of the person replaced). The P&Z Commission may set its own meeting schedule, but meetings will be held at least quarterly, or at the request of the Mayor, a Councilmember, or an applicant. The P&Z Commission may adopt its own rules of procedure, but such rules must include Roberts Rules of Order. The P&Z Commission has the duty to diligently perform all the duties allocated to the P&Z Commission by Arizona law or Town ordinance.

5.6.2 Board of Adjustment. The Board of Adjustment (BOA) is hereby established as a Board independent and separate from the Planning and Zoning Advisory Commission. Until such time as members are appointed to the BOA, the P&Z Commission will continue to act as the BOA when required. The BOA shall be formed of 5 members, all of whom must be residents of the Town. Each member will be appointed to a 4-year term, unless filling a vacancy appointment (in which case the term is the balance of the term of the person replaced). The BOA will use the Arizona Rules of Civil Procedure, the Arizona Rules of Evidence, and, when hearing an appeal, the Arizona Rules of Civil Appellate Procedure, as if the Board was a Superior Court. The BOA may set its own meeting schedule, but meetings will be held at the request of the Mayor, a Councilmember, or an applicant/appellant. The BOA has the duty to diligently perform all duties allocated to the BOA by Arizona law or Town ordinance.

5.6.3 Clean Town Committee. The Clean Town Committee (CTC) shall be formed of 5 executive members and any number of associate members. Executive members are responsible to vote on matters before the CTC and constitute quorum, but all members (associate and executive) have the right to prepare items for the agenda. Executive members must be residents of the Town, are appointed by Council, and serve 2-year terms; while associate members are appointed by the Executive members (subject to Council veto), need not be residents, and may serve for an indefinite duration. CTC members are subject to reappointment without limit. The CTC may set its own meeting schedule, but meetings will be held at least annually or at the request of the Council. The CTC may adopt its own rules of procedure, but such rules must include Roberts Rules of Order. The CTC has the duty to diligently provide organizational oversight of volunteer services to the Town and its citizens, and assist in development of programs that address issues of accumulated trash, code enforcement, and related concerns.

5.6.4 Groundwater Resource Advisory Committee. The Groundwater Resource Advisory Committee (GRAC) shall be formed of 5 executive members and any number of associate members. Executive members are responsible to vote on matters before the GRAC and constitute quorum, but all members (associate and executive) have the right to prepare items for the agenda. Executive members must be residents of the Town, are appointed by Council, and serve 2-year terms; while associate members are appointed by the Executive members (subject to Council veto), need not be residents, and may serve for an indefinite duration. GRAC members are subject to reappointment without limit. The GRAC may set its own meeting schedule, but meetings will be held at least quarterly or at the request of the Council. The GRAC may adopt its own rules of procedure, but such rules must include Roberts Rules of Order. The GRAC has the duty to diligently provide for the identification, assessment, and monitoring of citizens' rights to access quality groundwater and other appropriate water

resources that may be of concern to the Council; however, before moving from identification to assessment, or from assessment to monitoring, the GRAC will report to the Council.

5.6.5 Environmental Issue Advisory Committee. The Environmental Issue Advisory Committee (EIAC) shall be formed of 5 executive members and any number of associate members. Executive members are responsible to vote on matters before the EIAC and constitute quorum, but all members (associate and executive) have the right to prepare items for the agenda. Executive members must be residents of the Town, are appointed by Council, and serve 2-year terms; while associate members are appointed by the Executive members (subject to Council veto), need not be residents, and may serve for an indefinite duration. EIAC members are subject to reappointment without limit. The EIAC may set its own meeting schedule, but meetings will be held at least quarterly or at the request of the Council. The EIAC may adopt its own rules of procedure, but such rules must include Roberts Rules of Order. The EIAC has the duty to diligently provide for the identification, assessment, and monitoring of environmental and public health issues that may be of concern to the Council; however, before moving from identification to assessment, or from assessment to monitoring, the EIAC will report to the Council.

6 Town Council Meetings.

All meetings of the Town Council are governed by state Open Meetings law (the "Act"). The Act applies to the Town Council, and all subordinate boards, commissions, and Citizen Committees of the Town. If any member of a Town legislative body, or Town staff, believe that action has been taken on an item in contravention of the Act, that person is privileged to place the item on a future agenda for reconsideration or other action.

6.1 Regular Meetings.

Regular meetings of the Town Council are held on the first and third Tuesday of each month at 6:30 p.m. in the Council Chambers of Dewey-Humboldt Town Hall. All regular Council meetings are open to the public.

6.2 Study Sessions.

Study Sessions or "Work Sessions" of the Town Council are held on the second Tuesday of each month at 3:00 p.m. in the Council Chambers of Dewey-Humboldt Town Hall to allow for a detailed review of important matters. Study sessions may be conducted jointly with another Town board, commission, Citizen Committee, or another governmental agency. Formal action is typically not taken at a study session unless the agenda indicates that action may be taken, in which case the Study Session is reclassified as a Special Meeting. All Study Session meetings are open to the public.

6.3 Executive Sessions.

Executive Sessions are also regulated pursuant to the Act. All written materials and verbal information regarding Executive Session items must remain confidential. Written reports and

exhibits or materials furnished to members of the Council as part of a Executive Session must not be copied or saved and must be returned to staff at the conclusion of the Executive Session. No member of the Council, employee of the Town, or anyone else present should disclose to any other person the intent or substance of any discussion that takes place in an Executive Session unless authorized by the Council.

6.3.1 Permissible topics or issues for a Executive Session discussion are limited to those topics or issues outlined in State law (currently, A.R.S. § 38-431.03), which generally are: town staff employment matters; records exempt by law from public inspection; legal advice from the Town's attorneys; legal instructions to the Town's attorneys regarding contracts being negotiated, litigation, or settlement; labor agreement negotiations; international, tribal, and interstate negotiations; and real property purchase negotiations.

6.3.2 All public statements, information and press releases relating to Executive Session items should be handled by the Town Attorney or as otherwise directed by the Council majority.

6.3.3 Executive Session meetings are closed to the public and the press.

6.3.4 Any suspected violation of the confidentiality of an Executive Session discussion shall be reported to the Town Attorney. "Confidential information" means a communication, verbal or written, made in Executive Session that is specifically related to the legal basis for conducting the Executive Session.

6.4 Special and Emergency Meetings.

Pursuant to the Act, the Council may also hold special or emergency meetings as deemed necessary.

6.5 Council Agenda.

The Town Manager is responsible to discern and plan, in consultation with the Mayor and in accordance with Town Code, which items are ready or need to be placed on the agenda and the timing for scheduling such items. Any person may request placement of a matter on the Council agenda by submitting a written request with the agreement of a sponsoring Councilmember.

6.5.1 Any council member may suggest an agenda item for the next regular council meeting and the item shall be placed on the agenda.

6.5.2 Ordinarily, no item will be placed on council's agenda for discussion unless submitted seven (7) days prior to the next regular council meeting using the "Council Agenda Action Form."

6.5.3 Any new item will be placed under "New Business" for the council to determine its disposition. It can be acted upon at that meeting, sent to staff for more work, sent to the appropriate board or commission, set for a work session or tabled for a future date, etc.

6.5.4 The Mayor or three Councilmembers may call for a Special Meeting or Special Work Session as he deems appropriate to conduct Town business subject to the requirements of the Open Meetings Law and posting of meeting notices.

6.6 Decorum.

While the Town Council is in session, all persons shall conduct themselves with reasonable decorum. Any person who is so disorderly or who so persistently disrupts the business meeting so far as to interfere with the proper conduct of the business may be ordered removed from the meeting place. At such time, the Mayor may call a recess.

6.7 Time of Adjournment.

It is the policy of the Town that all evening meetings of the Council, including study sessions, be adjourned no later than 10:00 p.m., which time is referred to as the normal time of adjournment. No new item of business shall be taken up by the Town Council after the normal time unless the Council has determined by majority vote to set aside this policy. In the event it appears that the entire agenda cannot be completed by the normal time of adjournment, the Council may take up and act upon the more pressing agenda items. All agenda items not considered at the meeting shall be on the agenda of the next regular, special or adjourned regular meeting unless the Council directs otherwise.

6.8 Agenda Packets.

Agenda packets are to be made available at the Town Clerk's Office, the Town's web site (www.dhaz.gov), and at the Council meeting. Council meeting agendas, minutes and staff reports are available for public review beginning the Friday evening before each Council meeting.

6.8.1 Agenda packets are to be delivered to Councilmembers on the Friday prior to Tuesday Council meetings, or as far in advance as possible for special or emergency Council meetings.

6.8.2 Agenda packets may be released to the press or members of the public at 4:30 p.m. on the Friday preceding Tuesday Council meetings, or as far in advance as possible for special or emergency Council meetings.

6.9 Meeting Protocol.

6.9.1 Basic Rules of Order. Meetings will be conducted in accordance with the latest edition of Robert's Rules of Order Newly Revised (Robert's Rules), with the following exceptions and changes.

6.9.2 Exceptions to the Basic Rules. In case of any conflict between Robert's Rules and the constitution or laws of the State of Arizona, the State laws will take precedence over Robert's Rules.

6.9.3 Procedures. The presiding officer at any meeting is responsible for interpreting and implementing the rules of order, and shall rule on any point of order raised by a member of the body. The presiding officer may request advice from other members of the body or an appointed parliamentarian before making a ruling. However, any member may, on a point of order, call for a vote on the ruling and specifying an alternative ruling. A vote is then to be called on the point of order and, if a majority of members vote in favor of the proposed alternative ruling, the presiding officer shall defer to the opinion of the majority of the members for that meeting of the body. Otherwise the presiding officer's ruling shall stand. The presiding officer may impose reasonable limits to the time allotted for each member during the discussion phase of the proceedings, but if additional time is requested by the member, the presiding officer must ask for a vote to extend additional time, and if a majority of members agree to additional time, the time shall be granted. The following protocol for each agenda item will ordinarily be observed during Regular Meetings, but actions of Council are legal whether or not every element of the following subsections are observed:

6.9.3.1 Staff presentation of the item (e.g., a report, outline of the issue, summary of the requested action).

6.9.3.2 Questions of Staff by the Council.

6.9.3.3 Request for comments from the public. No public comments will be requested regarding items that concern issues or actions that have been scheduled for an Executive Session as provided by State law.

6.9.3.4 Possible additional discussion by the Council or presentation of information by staff appropriate to comments made by the public.

6.9.3.5 Additional questions of Staff by the Council, identification of possible modifications to the item.

6.9.3.6 Request for a motion by the Mayor.

6.9.3.7 Motion and second. Once there has been a second, a vote must be taken. If continuing discussion is preferred before committing to a course of action, then the motion should not be seconded.

6.9.3.8 Council discussion.

6.9.3.9 Call the question.

6.9.4 Changes to the Rules of Order. Additional exceptions to Robert's Rules may be incorporated into the Town Council's Rules and Procedures at any time by formally amending this Ordinance. However, such amendments must also be consistent with the laws of the State of Arizona. Amendments to any motion may be made according to the basic Robert's Rules of Order. Furthermore, the Town Council, by resolution, may introduce and adopt a new set of rules of order to replace this section of this Ordinance.

6.9.5 Form of Resolutions and Ordinances. All Resolutions, to the extent practical, should be in writing, with a copy provided to each member of the Council and the Town Clerk. However, a written statement of the resolution or ordinance must be before each member of

the Council when the vote is taken. In urgent situations, these documents may be handwritten, and then typed by the next business day. Furthermore, if amendments are made on the floor to the original documents, these changes must be written in by the Town Clerk in his or her copy of the document, and time should be allotted for each member of the Council to note the changes in their copies. If the Resolution or Ordinance is passed by the Council, the Town Clerk shall record the yeas and nays. In the case of extensive or complicated amendments, the Council may vote to provide the Town Clerk time to retype the resolution or ordinance and have it ready for Council signature by close of business the following day.

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