

RESOLUTION NO. _____

RESOLUTION OF THE COUNCIL OF THE CITY OF SANTA ROSA ADOPTING A
MANUAL OF PROCEDURES AND PROTOCOLS

WHEREAS, the City Council has adopted a Manual of Procedure, which establishes guidelines for the conduct of City Council meetings; and

WHEREAS, the City Council adopted Council Norms, which provide procedures and guidelines for the Council's conduct of City business; and

WHEREAS, on February 14, 2013, the Council directed the City Attorney and the City Clerk to bring forward for Council consideration a Council Manual of Procedures and Protocols, which consolidates the Council's Manual of Procedure and the Council Norms into one document and adopts *Rosenberg's Rules of Order* as the general guidelines by which Council meetings will be conducted.

NOW, THEREFORE, BE IT RESOLVED that the Council of the City of Santa Rosa adopts the Manual of Procedures and Protocols as set forth in the attached Exhibit "A."

BE IT FURTHER RESOLVED by the Council that the attached Manual of Procedures and Protocols supersedes all previously adopted Manuals of Procedures and Council Norms.

BE IT FURTHER RESOLVED that the Council directs all boards and commissions to follow *Rosenberg's Rules of Order* subject to the Council Manual of Procedures and Protocols.

IN COUNCIL DULY PASSED this _____ day of _____, 2013.

AYES:

NOES:

ABSENT:

ABSTAIN:

ATTEST: _____ APPROVED: _____
City Clerk Mayor

APPROVED AS TO FORM:

City Attorney



CITY COUNCIL

MANUAL OF PROCEDURES AND PROTOCOLS

**Revised July 30, 2013
by Resolution No. _____**

**Revised August 9, 2005
By Motion**

**Revised April 19, 2005
by Resolution No. 26241**

**Revised September 9, 1999
by Resolution No. 24119**

**Adopted May 25, 1999
by Resolution No. 23989**

TABLE OF CONTENTS

Subject	Page
I. COUNCIL MEETINGS	
A. Adoption of <i>Rosenberg's Rules of Order</i>	1
B. Regular Meetings	1
C. Adjourned Meetings	1
D. Special Meetings	1
E. Meetings to be Public	2
F. Attendance	2
G. Quorum	2
II. AGENDA	
A. Preparation of Agenda	2
B. Place of Items on Agenda	2
C. Teleconferencing	3
D. Order of Business	3
E. Agenda Contents	3
III. PRESIDING OFFICER	
A. Mayor to Preside	5
B. Powers and Duties of Presiding Officer	5
IV. ADDRESSING THE COUNCIL	
A. Written Correspondence	6
B. Right to Address Council	6
C. Public Hearings	6
D. Manner of Addressing Council	7
E. Time Limitation	7
V. DEBATE AND DECORUM	
A. Getting the Floor	7
B. Questions to Staff	7
C. Interruptions	7
D. Points of Order	7
E. Point of Personal Privilege	8
F. Decorum and Order, Council and City Staff	8
G. Decorum and Order, Audience	8
H. Enforcement of Decorum	8
I. Failure to Observe Rules of Order	9
J. Serial Meetings	9
K. Use of Technology	9

Subject	Page
VI. MOTIONS	
A. Presentation of Motions	9
B. Second Required	9
C. Precedence of Motions	9
D. Particular Motions, Purpose and Criteria	10
VII. VOTING	
A. Voting Procedure	11
B. Change of Vote	12
C. Failure to Vote	12
D. Conflict of Interest	12
E. Reconsideration and Rescission of Prior Action	12
F. Lost Motions	13
VIII. MINUTES	
A. Preparation of Minutes	13
B. Minutes of Hearings	13
C. Reading of Minutes	13
IX. ORDINANCES, RESOLUTIONS, AND CONTRACTS	
A. Preparation of Ordinances, Resolutions, and Contracts	13
B. Prior Approval by Administrative Staff	14
C. Enactment of Ordinances	14
D. Adoption of Resolutions	15
X. PUBLIC HEARINGS	
A. Application and Definition	15
B. Rights of Interested Persons	15
C. General Procedure	15
D. Presentation of Evidence	16
E. Continuances	16
F. Decision	17
G. Record of Hearing	17
XI. DECISION MAKING	17
XII. MAYOR AND VICE MAYOR: ELECTION/RESPONSIBILITY	18
XIII. COUNCIL GOALS	19
XIV. COMMUNICATIONS	20

Subject	Page
XV. COUNCIL/STAFF RELATIONS	20
XVI. COUNCIL COMMITTEES	21
XVII. CITY BOARDS, COMMISSIONS AND COMMITTEES	21
XVIII. CONFIDENTIAL INFORMATION	22
XIX. STATIONERY USE AND RELATED GUIDELINES	22
XX. GENERAL	23
XXI. CONDUCT BY COUNCILMEMBERS	23
APPENDIX	
A. <i>Rosenberg's Rules of Order</i>	25
B. Reference Table of Cited Council Policies	26

I. COUNCIL MEETINGS

A. Adoption of *Rosenberg's Rules of Order*

The Council adopts *Rosenberg's Rules of Order* as the general procedures for conducting its meetings unless otherwise specified in this manual. In the event of a conflict between this manual and *Rosenberg's Rules of Order*, the provisions of this manual shall control. When necessary to resolve issues that may arise over process, the Mayor will refer to the City Attorney who will act as the Parliamentarian. Upon such advice, the Council will vote and follow the decision of the majority.

B. Regular Meetings

The City Council shall hold regular meetings on each Tuesday, unless the Mayor determines a particular meeting shall not be held, at or after 12:00 noon as specified by the Mayor and set forth on the agenda. Regular meetings shall be held at City Hall, 100 Santa Rosa Avenue, Santa Rosa, or at another place within the City limits as determined by the Mayor. If by reason of natural disaster or other emergency it shall be unsafe to meet in the City Hall, the meetings may be held for the duration of the emergency at such other place as is designated by the Mayor or by four (4) members of the City Council. When the day for any regular meeting falls on a legal holiday as provided in the City Code, no meeting shall be held on such holiday, but a regular meeting may be held at the same hour on the following business day.

Council meetings will be broadcast live on the City's local government access channels and videostreamed live on the City's website. Council meetings will also be rebroadcast on the City's local government access channels.

C. Adjourned Meetings

Any regular or adjourned regular meeting may be adjourned to a time, place, and date specified in the order of adjournment but not beyond the next regular meeting. If no time is stated in the order of adjournment, it shall be the same time as for a regular meeting. An adjourned regular meeting is a regular meeting for all purposes.

D. Special Meetings

Special meetings may be called at any time by the Mayor, or by three members of the City Council. The call and notice shall specify the time and place of the special meeting and the business to be transacted. No other business shall be considered at such meetings. No ordinances, other than urgency ordinances, may be adopted, nor may resolutions or orders for payment of money be made.

E. Meetings to be Public

All regular, adjourned, and special meetings of the City Council shall be open and public and held in accordance with the Ralph M. Brown Act (Government Code sections 54950, et seq.); provided, however, the City Council may hold closed sessions from which the public may be excluded as allowed by law.

F. Attendance

Councilmembers are expected to attend all meetings of the City Council. If a Councilmember is absent without Council permission from all regular City Council meetings for thirty (30) days consecutively from the last regular meeting he/she attends, his/her office becomes vacant and shall be filled as any other vacancy.

G. Quorum

The Council consists of seven members, one of whom is the Mayor. Four members of the Council shall constitute a quorum and shall be sufficient to transact business. If less than four (4) Councilmembers appear at a regular meeting, the members attending may adjourn from time to time and compel the attendance of absent members in such manner and under such penalties as may be prescribed by ordinance. In the alternative, the City Manager may adjourn the meeting to a stated day and hour

II. AGENDA

A. Preparation of Agenda

An agenda shall be prepared for each regular meeting containing the time of commencement of the meeting, the specific items of business to be transacted and the order thereof. The Mayor shall meet with the City Manager, the City Attorney, and additional staff as deemed appropriate to establish those items appearing on the agenda. Whenever feasible, each item on the agenda shall contain a staff recommendation and the specific action requested to be taken by the Council. Regular meeting agendas shall be prepared and posted in accordance with City Council Policy 000-35, Early Council Agenda Policy.

B. Placement of Items on Agenda

Councilmembers wishing to have items placed on a future agenda shall contact the Mayor directly or through the City Manager. In the alternative, any Councilmember may make a request during "Mayor's/Councilmembers' Reports" to add an item to a subsequent meeting agenda. The purpose of the City Council discussion on such a request will only be to determine whether it will be placed on a subsequent agenda for deliberation and action. A concurrence of one other Councilmember will be sufficient to place the item on a subsequent agenda in accordance with City Council Policy 000-35, Early Council Agenda Policy.

C. Teleconferencing

Any Councilmember who wishes to participate by teleconference shall be required to advise the City Clerk at least ten calendar days prior to the City Council meeting in order to properly agendaize participation by teleconference as required by Government Code section 54953. Any location at which a Councilmember wishes to teleconference must be open to the public. The Councilmember shall take all necessary steps to comply with the provisions of the Ralph M. Brown Act related to teleconferencing as instructed by the City Clerk and/or City Attorney or the Councilmember shall not be allowed to participate in such meeting.

D. Order of Business

At the time set for each regular meeting, the Mayor shall call the meeting to order and the business of the Council shall be taken up for consideration and disposition in the order set forth in Section C below except that with consent of a majority of the Councilmembers present, items may be taken up out of order.

E. Agenda Contents

The agenda shall contain the title headings and shall be conducted in the order and manner as set forth below:

Call to Order and Roll Call

The City Clerk or his/her designee shall call the roll of the Councilmembers and the names of those present and absent shall be accordingly entered in the minutes.

Closed Session(s)

The City Council may meet in closed session as authorized under the Ralph M. Brown Act. Council may reconvene to Closed Session at the end of the regular meeting to complete discussion of any closed session items that were not concluded during the time allotted at the beginning of the meeting or if additional closed session items are required to be added and are authorized to be added to the agenda under the Ralph M. Brown Act.

Study Session(s)

Study sessions are items for in-depth discussion and possible direction to staff. No action shall be taken on a study session item.

Announcement of Roll Call (if location of meeting has changed from Study or Closed Sessions)

Report on Study Session(s) and Closed Session(s)

Proclamations/Presentations

Public Comments on Agenda Items

Public comment will be allowed on all agenda items at the time each item is called. Citizens wishing to speak are requested to fill out a speaker card identifying the agenda item about which they wish to address the Council and submit the card to the City Clerk. Each speaker may address the Council for up to three minutes regarding each action item that is a part of an agenda, except public hearings. The Mayor shall have the authority to limit public comments on an agenda item to less than three minutes based on the number of speakers wishing to address the council on a particular item. Speakers will be called in the order cards are submitted unless otherwise determined by the Mayor. The City Clerk will monitor the time for public comments and inform the speakers when the time limitation has been reached.

Staff Briefings

This time is reserved for City staff to brief the Council on departmental issues of interest. No action will be taken on these matters except to place a particular item on a future agenda for consideration by the Council.

Approval of Minutes**Statement of Abstentions****Mayor's/Councilmembers' Reports**

The Mayor and Councilmembers may, from time to time, give reports regarding matters of general interest to the Council brief one another on committees or boards on which Councilmembers serve and seek direction on items that they may be required to act upon as the City's representative, to share pertinent information, or to request future agenda items as permitted under section II.B above. Council may take action as appropriate and as permitted by law.

City Manager's/City Attorney's Reports

The City Manager and City Attorney may, from time to time, give reports regarding matters of general interest to the Council. Council may take action as appropriate and as permitted by law.

Consent Items

Items that are routine in nature or have been previously reviewed by the Council and require little or no further discussion by the Council, public, or applicant, are considered as Consent Items. The Council may act on these items in one motion for each type of action shown on the agenda.

Report Items

The Council shall consider items of City business and the introduction and adoption of ordinances and the adoption of resolutions or motions, as appropriate.

Public Hearings

The Council shall conduct all public hearings in accordance with the provisions of Sections X.A through X.G.

Written Communications

The Council shall consider all listed written communications from the public or other agencies. The agenda shall list all written communications requiring Council action.

Public Comments on Non-agenda Matters

Any person desiring to address the Council on matters not listed on the agenda which are within the subject matter jurisdiction of the City may do so under Public Comments on Non-agenda Matters. Those wishing to speak are requested to fill out a speaker card and submit the card to the City Clerk. Each speaker may address the Council for up to three minutes at each Council meeting. The Mayor shall have the authority to limit public comments on non-agenda matters to less than three minutes based on the number of speakers wishing to address the Council. Speakers will be called in the order cards are submitted unless otherwise determined by the Mayor. The City Clerk will monitor the time for public comments and inform the speakers when the time limitation has been reached. The Council may not take immediate action on items presented under Public Comments on Non-agenda Matters but can refer the matter to staff or request its placement on a future meeting agenda.

Adjournment of Meeting**III. PRESIDING OFFICER****A. Mayor to Preside**

The Mayor shall be the Presiding Officer at all meetings of the City Council. In the absence of the Mayor, the Vice Mayor shall preside. In the absence of both the Mayor and Vice Mayor, the City Manager shall call the Council to order, whereupon a temporary Presiding Officer shall be elected by the Councilmembers present to serve until the arrival of the Mayor or until adjournment.

B. Powers and Duties of Presiding Officer**1. Participation**

The Presiding Officer may, upon passing the gavel, move or second from the Chair. He/she shall not be deprived of any of the rights and privileges of a Councilmember by reason of his/her acting as Presiding Officer.

2. Questions to be Stated

The Presiding Officer, or such member of the City staff as he/she may designate, may verbally restate each question immediately prior to calling for

the vote. Following the vote, the Presiding Officer, in his/her discretion, may publicly explain the effect of a vote for the audience, or he/she may direct a member of the City staff to do so, before proceeding to the next item of business.

3. Maintaining Order and Decorum

The Presiding Officer shall be responsible for the maintenance of order and decorum at all meetings. Any decision or ruling of the Presiding Officer may be appealed by request of any Councilmember. The Presiding Officer shall call for roll call to see if the Chair shall be upheld. If the roll call loses, the Presiding Officer is reversed.

4. Signing of Documents

The Presiding Officer shall sign all ordinances, resolutions, contracts, and other documents necessitating his/her signature, which were adopted in his/her presence, unless he/she is unavailable, in which case an alternate Presiding Officer may sign such documents.

IV. ADDRESSING THE COUNCIL

A. Written Correspondence

The City Manager or his/her designee is authorized to receive and open all mail addressed to the City Council. He/she shall give it immediate attention to the end that all administrative business referred to in said communications and not necessarily requiring Council action may be disposed of between Council meetings. Any communication requiring Council action shall be placed upon the agenda. All correspondence requiring a response shall be answered or acknowledged as soon as practicable.

Written correspondence pertaining to an item on the agenda and submitted to the City Clerk's Office by 12:00 p.m. the Monday before the Council meeting will be distributed to the Council prior to the Council meeting. Written correspondence received after the Monday deadline and before noon the day of the meeting will be distributed to Councilmembers at the Council meeting. All written correspondence pertaining to matters on the agenda and received prior to 12:00 p.m. on the day of the meeting will be available for public review in the public meeting binder.

B. Right to Address Council

Subject to the provisions of Sections 4C, 4D, and 4E, and 4F, members of the public shall have the right to address the Council as provided by state law and as set forth in Council Policy 000-34, Establishing Policy for Citizen Appearances and Addressing the Council on Agenda Items.

C. Public Hearings

Interested persons or their authorized representatives may address the Council,

while a matter is open to public hearing, in regard to remarks or questions relevant to the matter under consideration.

D. Manner of Addressing Council

Any person desiring to address the Council shall stand and wait to be recognized by the Presiding Officer. After being recognized, he/she shall approach a podium, state his/her name and address for the record, and proceed to address the Council. All remarks and questions shall be addressed to the Council as a whole and not to any member thereof. No question shall be asked a Councilmember or a member of the City staff without first obtaining permission of the Presiding Officer.

E. Time Limitation

Every person addressing the Council shall limit his/her address to such reasonable time as is granted by the Presiding Officer. When any group of persons wishes to address the Council on the same subject matter, it shall be proper for the Presiding Officer to request that a spokesman be chosen to represent the group, as to avoid unnecessary repetition.

V. DEBATE AND DECORUM

A. Getting the Floor

Councilmembers wishing to speak during Council meetings shall raise their hand or otherwise indicate to the Mayor their desire to speak and gain recognition by the Presiding Officer. Councilmembers shall confine himself/herself to the question under debate.

B. Questions to Staff

Every Councilmember desiring to question the City staff shall, after recognition by the Presiding Officer, address his/her questions to the presenter of an agenda item, the City Manager or to the City Attorney. The City Manager or City Attorney shall be entitled either to answer the inquiry himself/herself, or to designate a member of his/her staff for that purpose.

C. Interruptions

A Councilmember, once recognized, shall not be interrupted when speaking unless called to order by the Presiding Officer, unless a point of order or personal privilege is raised by another Councilmember, or unless the speaker chooses to yield to a question by another Councilmember. If a Councilmember, while speaking, is called to order, he/she shall cease speaking until the question of order is determined; if determined to be in order, he/she may proceed. Members of the City staff, after recognition by the Presiding Officer, shall hold the floor until completion of their remarks, or until recognition is withdrawn by the Presiding Officer.

D. Points of Order

The Presiding Officer shall determine all points of order subject to the right of any

Councilmember to appeal to the Council. He/she may request an opinion of the City Attorney in making such determination. Council decision shall conclusively determine such question of order.

E. Point of Personal Privilege

The right of a Councilmember to address the Council of a question of personal privilege shall be limited to cases in which his/her integrity, character, or motives are questioned, or when the welfare of the Council is concerned. A Councilmember raising a point of personal privilege may interrupt another Councilmember who has the floor subject only to the power of the Presiding Officer to call him/her out of order.

F. Decorum and Order, Council and City Staff

While the Council is in session, the Councilmembers and City staff shall preserve order and decorum in accordance with Council Policy 000-51, Code of Conduct for Councilmembers, Board and Commission Members. A member shall neither, by conversation or otherwise, delay or interrupt the proceedings or the peace of the Council, nor disturb any member while speaking or refuse to obey the directives of the Presiding Officer.

G. Decorum and Order, Audience

Public members attending Council meetings shall observe the same rules of order and decorum applicable to the Council and staff. No person shall use loud, profane, threatening, or personally abusive language, or engage in any other disorderly conduct so as to disrupt, disturb or otherwise impede the orderly conduct of any Council meeting. Persons who violate this rule may be barred from attendance for the remainder of the Council meeting, provided that the Mayor has notified the person to conduct himself/herself in a manner consistent with this rule, and warned the person that he/she will be removed if he/she continues to disrupt the Council meeting. If after notification and warning the person persists in disrupting the meeting, the Mayor shall order the person to leave the Council meeting and may recess the meeting if necessary. If the person does not remove himself/herself, the Mayor may request the Sergeant at Arms or any law enforcement officer who is on duty at the meeting to remove that person from the Council Chamber.

H. Enforcement of Decorum

The Chief of Police, or such member of the Police Department as he/she may designate, shall be Sergeant-at-Arms at the City Council meetings and he/she shall attend meetings when requested by the Presiding Officer, City Manager, or City Council. He/she shall be available to respond to all meetings immediately upon call. He/she shall carry out all orders given by the Presiding Officer of Council for the purpose of maintaining order and decorum at the Council meetings. Any Councilmember may move to require the Presiding Officer to enforce the rules, and the affirmative vote of a majority of the Councilmembers present shall require him/her to do so.

I. Failure to Observe Rules of Order

Rules adopted to expedite the transaction of the business of the Council in an orderly fashion are deemed to be procedural only and the failure to strictly observe such rules shall not affect the jurisdiction of the Council or invalidate any action taken at a meeting that is otherwise held in conformity with law.

J. Serial Meetings

Serial meetings are meetings that at any one time involve only a portion of a legislative body, but eventually involve a quorum. Serial meetings yield a process which deprives the public the opportunity for a meaningful contribution to the decision-making process and are prohibited by law. Serial meetings may be a chain, in which member A contacts member B, B then contacts C, C contacts D and so on, until a quorum is involved. An elected official has the right to confer with a colleague about public business. But if and when a “collective concurrence as to action to be taken” is reached, the Ralph M. Brown Act is violated. Councilmembers are encouraged to consider the possibility of serial meetings when engaging in discussion with their colleagues on a matter within the subject jurisdiction of the City.

K. Use of Technology

Councilmembers may access their agenda materials on City provided electronic communication system devices (such as iPads) during Council meetings. In accordance with City Council Policy Council 000-49, Technology Use by City Council and Other Legislative Body Members, Councilmembers shall not send, receive or read electronic messages of any kind during a Council meeting, except under emergency circumstances as specified in Council Policy 000-49.

VI. MOTIONS

A. Presentation of Motions

A motion is the formal statement of a proposal or question to the Council for consideration and action. The Mayor, and each Councilmember, has the right to present a motion.

B. Second Required

A motion by any Councilmember shall not be considered by the Council and voted on unless it receives a second.

C. Precedence of Motions

When a main motion is before the Council, no motion shall be entertained except the following which shall have precedence, one over the other, in the following order:

1. Adjourn
2. Recess

3. Postpone temporarily or definitely (table)
4. Previous question (call the question)
5. Limit or extend debate
6. Refer to committee or staff
7. Amend
8. Postpone indefinitely

The above order of precedence is subject to the following restrictions:

1. A motion shall not be repeated without intervening business or discussion.
2. A motion shall not be in order when the previous question has been ordered.
3. A motion shall not be in order while a vote is being taken.

D. Particular Motions, Purpose and Criteria

The purpose and salient criteria of the above-listed motions are as follows:

Motion to Adjourn

Purpose: To terminate a meeting.
 Debatable or Amendable: No, except a motion to adjourn to another time to which the meeting is to be adjourned.

Motion to Recess

Purpose: To permit an interlude in the meeting and to set a definite time for continuing the meeting.
 Debatable or Amendable: Yes, but restricted as to time or duration of recess.

Motion to Postpone Temporarily

Purpose: To set aside, on a temporary basis, a pending main motion provided that it may be taken up again for consideration during the current meeting or at the next regular meeting. It is also referred to as a motion to lay on the table.
 Debatable or Amendable: It is debatable but not amendable.

Motion for Previous Question (Call the Question)

Purpose: To prevent or stop discussion on the pending question or questions and to bring such question or questions to vote immediately. If the motion fails, discussion shall continue. If the motion passes, a vote shall be taken on the pending motion or motions.
 Debatable or Amendable: No.

Motion to Limit or Extend Debate

Purpose: To limit or determine the time that will be devoted to discussion of a pending motion or to extend or remove limitations already imposed on its discussion.

Debatable or Amendable: Not debatable; amendments are restricted to the period of time of the proposed limit or extension.

Motion to Refer to Committee or Staff

Purpose: To refer the question before the Council to a committee or to the City staff for the purpose of investigating or studying the proposal and to make a report back to the Council. If the motion fails, discussion or vote on the question resumes.

Debatable or Amendable: Yes.

Motion to Amend

Purpose: To modify or change a motion that is being considered by the Council so that it will express more satisfactorily the will of the members. If the motion fails, discussion or vote on the main motion resumes. If the motion passes, then the main motion should be voted on as amended.

Debatable or Amendable: It is debatable unless applied to an undebatable main motion. It is amendable.

Motion to Postpone Indefinitely

Purpose: To prevent further discussion and voting on the main motion. If the motion fails, discussion and voting on the main motion resumes. If it passes, the subject of main motion shall not be brought up again for the remainder of the meeting or the next regular meeting.

Debatable or Amendable: It is debatable but not amendable.

Main Motion

Purpose: The primary proposal or question before the Council for discussion and decision.

Debatable or Amendable: Yes.

VII. VOTING

A. Voting Procedure

When any motion is in order for the question, a vote thereon shall be taken by use of the electronic voting system and entered in full upon the record. Motions may

be passed by a simple majority of the members present at a properly quorumed meeting (3 votes required if only 4 members present) unless otherwise required by the City Charter, City ordinance or state law.

The affirmative vote of a majority of the total membership of the Council (4 votes) shall be necessary to adopt any ordinance or resolution and for the Council to approve or settle a claim against the City unless otherwise required by the City Charter, City ordinance, or state law.

If a Councilmember is to appear telephonically, a roll call vote shall be required in accordance with the Ralph M. Brown Act.

B. Change of Vote

A member may change his/her vote only if he/she makes a timely request to do so immediately following the announcement of the vote by Presiding Officer and prior to the time the next item in the order of business is taken up.

C. Failure to Vote

Every member should vote unless disqualified for legal cause. Self-disqualification, without legal cause, which results in a tie vote, shall be avoided as thwarting Council action, but no Councilmembers shall be forced to vote. A Councilmember who abstains shall in effect consent that a majority of the quorum may act for him/her. Tie votes shall be lost motions and the question remains before the Council.

D. Conflict of Interest

Any Councilmember who has a financial interest or other conflict of interest in any matter coming before the City Council shall state the nature of the disqualification and disqualify himself/herself from discussing or voting on that matter in accordance with City Council Policy 000-02, Public Announcement of Intent to Abstain. Unless the matter in which the Councilmember has a conflict of interest is on the consent calendar, the Councilmember shall leave the Council Chamber before any discussion on the matter commences and shall remain outside of the Council Chamber until the matter is concluded. A Councilmember stating such disqualification shall not be counted as part of a quorum and shall be considered absent for the purpose of determining the outcome of any vote on such matter.

E. Reconsideration and Rescission of a Prior Action

A motion to set aside a vote (in essence to reconsider) or a motion to rescind (repeal, cancel, nullify) shall be permitted only as follows:

Any member who voted with the majority may move to reconsider or rescind any action at the same or next following meeting, providing no legal rights have intervened to create an estoppel. The seconder shall not be required to have voted with the majority. If the motion carries, the item shall be listed on the agenda, or

placed on the agenda at the first available meeting or such other meeting as designated by the Council and in accordance with any requirements by law. After a motion to reconsider or to rescind any action has once been acted on, no other motion to reconsider or to rescind the same action shall be made without unanimous vote of the Council. This paragraph shall not affect any procedures presently provided for by ordinance.

F. Lost Motions

A lost motion is one that fails to receive the necessary number of votes to carry. Tie votes result in a lost motion. Any item resulting in a lost motion may be acted on at any subsequent Council meeting unless the action is otherwise prohibited by law.

This procedure shall not apply to the appeal of a staff decision or board or commission decision to the City Council. If there are not sufficient votes to grant an appeal, the decision of staff or the board or commission shall become final.

VIII. MINUTES

A. Preparation of Minutes

The Council has adopted the use of action minutes. The City Clerk shall have exclusive responsibility for preparation of the minutes. Any directions for alterations in the minutes shall be made only by action of the City Council. Corrections or typographical or clerical errors are not considered alterations.

B. Minutes of Hearings

Whenever the Council acts in a quasi-judicial proceeding, such as hearings defined in Section X.A, the minutes shall contain a summary of the evidence.

C. Reading of Minutes

Unless the reading of the minutes of a Council meeting is ordered by a majority vote of the Council, such minutes may be approved without reading if the City Clerk has previously furnished each Councilmember with a copy.

IX. ORDINANCES, RESOLUTIONS, AND CONTRACTS

A. Preparation of Ordinances, Resolutions, and Contracts

1. Ordinances

All ordinances shall be reviewed and approved by the City Attorney and shall be presented to the Council only when ordered by the Council or City Manager, or prepared by the City Attorney on his/her own initiative.

2. Resolutions

All resolutions shall be reviewed and approved by the City Attorney. In matters of urgency, a resolution may be presented verbally in motion form

together with instructions for written preparation for later execution.

3. Contracts

All contracts shall be approved as to form by the City Attorney and shall be presented to Council unless the Council has delegated that authority to the City Manager or other staff, or to the City Attorney.

B. Prior Approval by Administrative Staff

All ordinances, resolutions, and contract documents shall, before presentation to the Council, have been approved as to form by the City Attorney and shall have been examined and approved for administration by the City Manager or his/her authorized representative, where there are substantive matters of administration involved.

C. Enactment of Ordinances

1. Introduction

Ordinances shall be introduced for first reading by motion. When ordinances, other than urgency ordinances, are altered after introduction, they shall be passed only at a regular or adjourned regular meeting held at least five (5) days after alteration. Corrections or typographical or clerical errors are not considered alterations.

2. Passage

Ordinances shall be considered for adoption on second reading. Ordinances may be passed by motion and a majority vote of the Council, except for those ordinances which require a larger number of the Council for their approval. Ordinances, except for urgency ordinances, shall not be passed within five (5) days of their introduction.

3. Reading

After reading the title, further reading is waived.

4. Urgency Ordinance

An urgency ordinance is an ordinance for the immediate preservation of the public peace, health or safety of the City. It may be passed immediately upon introduction either at a regular or special meeting. It must declare the facts constituting the urgency and it shall be passed by five affirmative votes.

5. Publication

The City Clerk shall cause each ordinance to be published as required by City Charter and state law.

6. Effective Date

Ordinances take effect thirty (30) days after final passage, provided they are published at least once after passage. An ordinance takes effect immediately if it is an ordinance calling or otherwise relating to an election, of an urgent

nature relating to the public peace, health or safety, relating to street improvement proceedings, relating to taxes for the usual and current expenses of the City, or by particular provisions of law prescribing the manner of its passage and adoption.

D. Adoption of Resolutions

Resolutions may be adopted by motion on the date they are first presented to the Council. It is not required that resolutions be read, either in full or by title only. Resolutions may be adopted as amended by the Council on the date they are first presented unless the Council by majority vote directs the City Clerk to place an amended resolution on a subsequent meeting agenda for adoption.

X. PUBLIC HEARINGS

A. Application and Definition

The following procedural rules shall apply to all hearings before the City Council. As used herein, the word hearing shall include all public hearings required by State law or City ordinance, and proceedings for the revocation, suspension or reinstatement of permits, licenses, and franchises.

B. Rights of Interested Persons

On the date and at the time and place designated in the notice, the Council shall afford any interested person or his/her authorized representative, or both, the opportunity to present documentary evidence, and/or to present statements, arguments, or contentions orally and/or in writing, subject to the rules on addressing the Council and rules hereinafter stated.

C. General Procedure

The Council procedure for the conduct of public hearings is generally as follows:

1. For quasi-judicial hearings, Councilmembers disclose any ex parte communications or information obtained outside the Council Chamber, such as field trips, views of the premises and discussions with individuals.
2. Staff presents its report.
3. Council members may ask questions of staff.
4. The Mayor opens the public hearing.
5. The applicant or appellant has the opportunity to present comments, testimony, or arguments. In the case of an appeal when the appellant is different from the applicant, the appellant should be called up first to provide comments or testimony.
6. Members of the public are provided with the opportunity to present their comments, testimony or argument.
7. The applicant or appellant is given an opportunity for rebuttal or concluding comments. In the case of an appeal when the appellant is different from the applicant, the appellant is given the opportunity for closing comments.
8. The public hearing is closed.

9. The Council deliberates on the issue.
10. If the Council raises new issues through deliberation and seeks to take additional public testimony (questions of the public, applicant or appellant), the Public Hearing must be reopened. At the conclusion of the public testimony, the Public Hearing is again closed.
11. The Council deliberates and takes action.
12. The Mayor announces the final decision of the Council.

D. Presentation of Evidence

1. Oral Evidence

All oral statements which are relevant to the subject matter of the hearing may be considered by the Council. Oral evidence may be taken on oath or affirmation at the request of any interested party or his/her authorized representative.

2. Exhibits and Documents

Exhibits and documents used by the City staff and any persons participating in the hearing may be considered as evidence.

3. Communications and Petitions

All communications and petitions may be considered as evidence by the Council.

4. Staff Reports

Whenever practicable, a written staff report shall be prepared and summarized aloud as part of the staff presentation. Said report shall be considered as evidence.

5. Large Maps and Displays

Large size maps and displays presented for use at the hearing shall, whenever practicable, be displayed in full view of the participants and the audience. Said maps or displays, or authentic reductions thereof, may be considered as evidence.

6. Admissible Evidence

The hearing need not be conducted according to technical rules relating to evidence and witnesses. Any relevant evidence shall be admitted if it is the sort of evidence on which responsible persons are accustomed to rely in the conduct of serious affairs, regardless of the existence of any common law or statutory rule which might make improper the admission of such evidence in civil actions.

E. Continuances

Any hearing being held, noticed, or ordered to be held by the Council may, by motion, be continued at the request of staff, an applicant or an appellant, or by

majority vote of the Council to any subsequent regular or adjourned meeting of the Council provided that if the hearing is continued to a time less than 24 hours after the time specified in the order on notice of hearing, a copy of the order or notice of continuance shall be posted outside the Council Chamber forthwith following the meeting at which the order of continuance was made. A request for continuance by an applicant or appellant may only be made in accordance with City Council Policy 000-13, Granting Continuances of Agendaed Items Noticed for a Public Hearing.

F. Decision

The Council shall consider all evidence properly presented in accordance with the rules stated herein and, unless otherwise provided by law, said decision or determination shall be made by motion, resolution, or ordinance, as appropriate. Action may be taken thereon at a subsequent meeting of the Council. Any Councilmember who failed to hear portions of the hearing and who did not familiarize himself/herself with the hearing or conduct thereof so as to be able to publicly state that he/she was familiar with the issues and evidence presented at the hearing shall disqualify himself/herself from discussing or voting on such matter.

G. Record of Hearing

A verbatim electronic recording shall be made of the oral evidence presented at the hearing. Said recording, together with all documents, maps, exhibits, and displays admitted into evidence, shall be retained by the City Clerk for a period of one year from the date of the close of the hearing. In lieu of retaining said recording, the City Clerk may prepare a typewritten transcript thereof which shall be retained for the same period of time.

XI. DECISION MAKING

- A.** Council members are expected to read staff reports and supporting information in their weekly agenda packets and get necessary clarification on issues prior to the meetings.
- B.** Study sessions are held frequently to help educate the Council and for staff to receive comments and direction to bring items back on a later agenda for possible action.
- C.** In order to reach the best possible solutions, information is shared freely between Council members during Council meetings.
- D.** Council members treat each other, the public, and staff with respect at all times.
- E.** There is a respect for differing opinions.
- F.** The Council will deal with issues and not personalities.

- G.** The Council, overall, strives for consensus.
- H.** There are individual interests and areas of expertise of Council members – allowing the Council to rely on one another for information and positive action.
- I.** Council looks to boards, commissions, and committees for independent advice and possible legislative actions.

XII. MAYOR AND VICE MAYOR: ELECTION/RESPONSIBILITY

- A.** The Mayor is elected for a two-year term immediately following the installation of newly-elected Councilmembers. In accordance with the City Charter, a Councilmember may not serve consecutive terms as Mayor. If a Mayor fails to complete a full term, the Council member elected to fill out the remainder of the unexpired term shall not be barred from serving a consecutive term as Mayor thereafter if the remaining term filled was one year or less.
- B.** The Vice Mayor is elected annually for a one-year term. The Council, at the time it selects a Mayor and during each November in odd numbered years, shall choose one of their number Vice-Mayor, who shall serve as Mayor in the absence, sickness, or other disability of the Mayor. The Vice Mayor is not a natural ascendancy to Mayor and there is no rotation system for selecting the Mayor or the Vice Mayor. Nominations for and election of the Vice Mayor shall follow the procedures set forth in paragraph C below.
- C.** At the same meeting and immediately following the installation of newly-elected Councilmembers, the Mayor shall call for nominations from the floor for Mayor. The nomination must receive a second and be accepted by the nominee prior to a vote on the nomination. Nominations will be voted upon in the order made. Once a nomination receives a majority vote of Councilmembers present, no further action will be taken on subsequent nominations. The Mayor shall then pass the gavel to the newly-elected Mayor, who shall assume the role of Presiding Officer. Immediately following election of the Mayor, the same procedure shall be followed for election of the Vice Mayor.
- D.** Following the election of the Mayor and Vice Mayor, and at such other times as the Mayor deems it necessary, the Mayor shall establish the dais seating arrangement of the Councilmembers. The Vice Mayor shall always be seated immediately next to the Mayor.
- E.** The Mayor and Vice Mayor are peers of, and serve at the pleasure of, the other Councilmembers.
- F.** The City Charter gives the Mayor additional authority and responsibility.
- G.** Council committee and liaison assignments are reviewed and made annually by the

Mayor. The Mayor may, subject to the approval of the Council, appoint such committees of Councilmembers, City staff, and private citizens, or a combination thereof, as he/she deems necessary and expedient to assist and advise the Council in its work

- H.** In January of each year, the Mayor will submit his/her recommendations for Chairs of the boards, commissions, and advisory committees for ratification by the Council. The Chairs will take their seats at their first meeting on or after February 1st.
- I.** Prior to March 1st of each year, the Mayor will develop a “State of the City” report for presentation to civic groups and posting on the City’s web site.
- J.** The Mayor will meet with the Chairs of the boards, commissions, and advisory committees on a monthly basis in an effort to share information and coordinate efforts.
- K.** Proclamations are issued and/or scheduled for presentation at a City Council meeting at the discretion of the Mayor.

XIII. COUNCIL GOALS

- A.** Council Goals are set every two years by the City Council and reviewed annually.
- B.** Staff will prepare an update on City issues, trends, and demographics to assist the City Council with preparations for their goal setting process.
- C.** In December, the Mayor shall determine the process and facilitator he/she wishes to use for the annual review for the goal setting. The goal setting session shall be held as early in the year as possible to allow for development of work plans and allocation of resources through the budget process. Goals shall be established for two fiscal years starting on July 1 and ending on June 30.
- D.** The purpose of the goal setting process is to establish a limited number of high priority consensus goals that the City will focus on for the next year.
- E.** Staff will develop draft work plans for each goal for approval by the City Council.
- F.** The City Manager and City Attorney are active participants in the goal setting process. Other staff may also participate in goal setting at the direction of the City Council.
- G.** Staff will take steps to distribute Council goals to staff and the public.
- H.** The City Council will review progress on the goals quarterly.

XIV. COMMUNICATIONS

- A.** The City Manager handles all correspondence for the Council. Copies of appropriate correspondence are disseminated to the entire City Council.
- B.** All written informational material requested by an individual Councilmembers shall be distributed by staff to all Councilmembers with a notation indicating which Councilmember requested the information.
- C.** Mail that is addressed to the Mayor and City Council shall be included in each Councilmember's weekly packet. Any communication requiring Council action shall be placed on the agenda. All correspondence requiring a response shall be answered or acknowledged as soon as practicable.
- D.** Correspondence directed to the City Council and/or the City Manager relating to Council business is available to the public.
- E.** In an effort to increase communications with the community, every effort will be made to notify residents of issues that will affect their neighborhood that will be coming before the Council or any of the City's boards, commissions, and advisory committees.

XV. COUNCIL/STAFF RELATIONS

- A.** City staff shall acknowledge the Council as the policy makers, and the City Council shall acknowledge staff as administering the Council's policies.
- B.** The City Manager and the City Attorney are the only officials directly appointed by the City Council. All department heads (except for the City Attorney), Assistant City Manager, Deputy City Manager and their subordinates are supervised by the City Manager.
- C.** Council relies on staff for technical work and reports.
- D.** Staff handles all labor negotiations.
- E.** Council shall not attempt to coerce or influence staff in the making of appointments, the awarding of contracts, the selection of consultants, the processing of development applications, or the granting of licenses or permits. The Council shall not attempt to change or interfere with the operating policies and practices of any City department.
- F.** A Councilmember shall not direct staff to initiate any action or prepare any report that is significant in nature or initiates any project or study without the approval of a majority of the City Council.

- G.** Councilmembers should confer with the City Manager on issues of concern. The City Manager shall provide written notice to the City Council on all matters of major impact to the City in accordance with Council Policy 000-19, Notification of Santa Rosa City Council about Issues with Significant Impact to the City.
- H.** The City Manager and the City Attorney shall receive performance reviews by the Council by April 30th of each year.
- I.** Staff provides support to Councilmembers serving on regional agencies, boards or commissions or on any League affiliated committee or body.

XVI. COUNCIL COMMITTEES

- A.** The Council operates through a number of ad-hoc and standing committees.
- B.** Committee areas belong to the whole Council. Committees may overlap on issues and address them from different perspectives.
- C.** Committee members are responsible to keep the rest of the Council informed via the Mayor's and Councilmembers' reports at regular meetings of the Council. It is particularly important to update all members on the activities of the individual committees on which Councilmembers serve. If individual Councilmembers want more in-depth information or to give input, they are responsible for obtaining the information.
- D.** Any Councilmember may attend a subcommittee meeting in accordance with City Council Policy 000-46, Attendance by Council Members at Council Committee Meetings. When a majority of the City Council wishes to attend a subcommittee meeting, it shall be noticed as a special meeting of the City Council. To allow posting of the meeting notice, more than three business days' notice should be given to the City Clerk's Office if a Councilmember is attending a meeting of a subcommittee of which they are not an appointed member. If a majority of the Council attends a subcommittee meeting that has not been noticed as a meeting of the City Council, the non-subcommittee members may observe but may not participate in any discussion or vote.
- E.** Councilmembers rotate serving for two months each in the consultant selection process. Councilmembers are assigned rotation after a new Council is elected.

XVII. CITY BOARDS, COMMISSIONS, AND COMMITTEES

- A.** All appointments to City boards, commissions, and advisory committees shall be made in accordance with the City Charter and Council Policy 000-06, Appointments to Boards / Commissions / Committees. All applicants for City boards, commissions, or advisory committees shall complete and file a standard application form with the City Clerk at least five days before assuming office.

- B. Council hosts an Annual Luncheon to recognize and thank members serving on Council-appointed board, commissions and advisory committees. Any retiring Board members will be recognized and acknowledged at this event.
- C. Councilmembers have the right to attend meetings of Council-appointed boards, commissions, and advisory committees but are cautioned about becoming involved in the meeting's discussion or business.

XVIII. CONFIDENTIAL INFORMATION

- A. Councilmembers shall keep all written materials and verbal information provided to them on matters that are confidential under State law in complete confidence to ensure that the City's position is not compromised. No mention of information in these materials should be made to anyone other than Councilmembers, the City Attorney, or the City Manager.
- B. Councilmembers shall avoid disclosing information, which is confidential or not generally known or readily available to the public, concerning the business or property of the City for the purpose of benefiting any private interest.
- C. If the City Council in closed session has provided direction to City 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 should be by the designated City staff representative handling the negotiations or litigation. Unless otherwise authorized by the City Council, a Councilmember shall not have any contact or discussions with the other party or its representatives involved with the negotiations during this time nor communicate any discussion conducted in closed session. All public statements, information, and press releases should be handled by the designated staff spokesperson.

XIX. STATIONERY USE AND RELATED GUIDELINES

- A. Official use of City letterhead shall be guided by the following criteria:
 - 1. Office of the Mayor/City letterhead: shall be used by the Mayor for official City business and communication of adopted City policies and positions.
 - 2. Individual City Council/City letterhead: shall be used by the Vice-Mayor and Councilmembers for official City correspondence and communications.
 - 3. Personal Stationery without City Logo: shall be used by any member of the City Council to communicate individual positions, conduct personal correspondence, or communicate positions that may be in opposition to established City Council positions or decisions. Personal stationery shall be

printed at the expense of the individual Councilmember. It is the policy of the City Council that the use of City letterhead and/or title on personal matters is not permitted.

- B.** Pursuant to City ordinance, the use of the City Seal, logo, or other insignia, on personal matters is not permitted.
- C.** All business cards printed hereafter will contain only the person's name, title, City Hall address and telephone number, with home and/or business telephone numbers optional. Business names and/or addresses are prohibited.
- D.** All documents using the City letterhead are public documents. All documents shall be provided to the City Manager.
- E.** Whenever a Councilmember other than the Mayor wishes to write a letter on City letterhead, he/she should inform the Council (in writing or verbally at an open meeting) what the letter is about and seek Council concurrence that the letter may be written on City letterhead.
- F.** All Councilmembers are copied on correspondence signed by the Mayor or other Councilmembers.

XX. GENERAL

- A.** After regular meetings, the Council may go to dinner at a local restaurant with the City Manager, City Attorney, and/or additional staff as deemed appropriate by the Council.
- B.** Councilmembers will inform the City Clerk as early as possible when they will be out of town or absent from a meeting by completing an Absence From City form.
- C.** Travel arrangements for City related business is coordinated with the Executive Assistant to the City Manager.
- D.** Receipts and travel expense reports are to be submitted no later than 30 days after the closing date of the meeting. Expenses shall be reimbursed in accordance with City Council Policy 000-50, Travel and Expense Reimbursement Policy for Expenses Incurred by City Council Members and Council-Appointed Members of City Boards, Commissions, and Advisory Committees.

XXI. CONDUCT BY COUNCILMEMBERS

- A.** Councilmembers shall conduct themselves in accordance with Council Policy 000-51, Code of Conduct for Councilmembers, and Board and Commission Members.

- B.** Councilmembers shall avoid any action which could be construed by an objective person to create the appearance of: 1) using public office for personal gain including use of City stationery or other City resources to obtain or promote personal business or for campaign purposes; 2) giving preferential treatment to any person or group; or 3) impeding governmental responsiveness or efficiency. Councilmembers shall adhere to Council Policy 000-03, Presentations to Boards, Commissions, and Council Made by Members of Any Body of City of Santa Rosa.
- C.** Councilmembers shall identify personal opinions and recommendations, avoiding any implication that personal opinions and recommendations are those of the Council unless such position has been duly voted.
- D.** No elected official, officer, appointee or employee shall engage in any enterprise or activity which shall result in using time, facilities, equipment, or supplies of the City for the private gain or advantage of himself or another.

APPENDIX A
ROSENBERG'S RULES OF ORDER



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.

© 2011 League of California Cities. All rights reserved.

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.



TABLE OF CONTENTS

About the Author	ii
Introduction	2
Establishing a Quorum	2
The Role of the Chair	2
The Basic Format for an Agenda Item Discussion	2
Motions in General	3
The Three Basic Motions	3
Multiple Motions Before the Body	4
To Debate or Not to Debate	4
Majority and Super-Majority Votes	5
Counting Votes	5
The Motion to Reconsider	6
Courtesy and Decorum	7
Special Notes About Public Input	7



INTRODUCTION

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.



1400 K Street, Sacramento, CA 95814
(916) 658-8200 | Fax (916) 658-8240
www.cacities.org

To order additional copies of this publication, call (916) 658-8200.

\$10

© 2011 League of California Cities. All rights reserved.

Printed on recycled paper.

APPENDIX B
REFERENCE TABLE OF CITED COUNCIL POLICIES

Policy No.	Title
000-02	Prior Announcement of an Intent to Abstain Based on Conflict of Interest
000-03	Presentations to Boards, Commissions, and Council Made by Members of Any Body of City of Santa Rosa
000-13	Granting Continuances of Agendaed Items Noticed for a Public Hearing
000-19	Notification of Santa Rosa City Council about Issues with Significant Impact to the City
000-34	Establishing Policy for Citizen Public Appearances and Addressing the Council on Agenda Items
000-35	Early Council Agenda Policy
000-46	Attendance by Council Members at Council Committee Meetings
000-49	Technology Use by City Council and Other Legislative Body Members
000-50	Travel and Expense Reimbursement Policy for Expenses Incurred by City Council Members and Council-appointed Members of City Boards, Commissions, and Advisory Committees
000-51	Code of Conduct for Councilmembers, and Board and Commission Members