

# Attachment B

**TEMPLATE FOR STANDARD CITY BOARD/COMMISSION BYLAWS**

**BYLAWS OF THE**

\_\_\_\_\_  
*Board or Commission Name)*

**ARTICLE 1. NAME.**

The name of the board is \_\_\_\_\_ *(board or commission name as it appears in the City Code).*

**ARTICLE 2. PURPOSE AND DUTIES.**

The purpose of the board is \_\_\_\_\_. *(Insert the information directly from the City Code.)*

~~Personnel matters are not within the purview of the Board/Commission~~  
[Note: Concept is not to be deleted; it is now addressed in Article XI]

**ARTICLE 3. MEMBERSHIP.**

- A. The board *(or commission)* is composed of \_\_\_\_\_ *(Insert the number of members directly from the City Code.)* members appointed by the city council.
- B. A member serves at the pleasure of the city council and may be removed if not in compliance with these bylaws.
- C. Qualifications: *(Insert the information directly from the City Code.)*
- D. Board *(or commission)* members serve for a term of \_\_\_\_\_ *(Insert the number of members years directly from the City Code.)* years beginning March 1<sup>st</sup> on the year of appointment. If a member is appointed to fill a vacancy, ~~the term begins on the date of appointment that member will serve for the unexpired portion of the term to which they are appointed. All members must complete required orientation and training as applicable prior to their first meeting.~~
- ~~BE.~~ Prior to taking office all newly appointed members shall attend an orientation. This orientation will include, but may not be limited to, a review of Bylaws, Specific Board Ordinance and Charge, Open Meetings Act, Public Information Act, Ethics, parliamentary procedure, how to run a meeting, and procedures on how to file a complaint with the city.  
[Note: Moved from Article 6. Agendas, item B.]
- ~~EF.~~ All vacancies shall be filled as provided for by in accordance with Section 2.071, Vacancies of the City Code and posted on the city council agenda.

Template for Standard City Board/Commission Bylaws

FG. Except as specifically duly authorized by their respective board (or commission) or the City Council, a ~~An~~ individual board (or commission) member may not:

- 1) act in an official capacity on behalf of the board (or commission) ~~except through the action of the board (or commission)~~;
- 2) make any representations to third party or any governing body before which such member appears that the member is authorized to speak for or on behalf of the board (or commission); or
- 3) participate through written or public comment on a matter being considered by another board or commission or the city council that is an appeal of the decision of or succeeds the recommendation of the board or commission member's respective board or commission.

GH. Attendance at board (or commission) meetings shall conform to the requirements outlined in Section 2.069 - Absence from meetings of the City Code.

HI. A member who seeks to resign from the board (or commission) shall submit a written resignation to the chair of the board (or commission); and the staff liaison, ~~or who shall notify~~ the city clerk's office. If possible, the resignation should allow for a thirty-day notice ~~so the city council can appoint a replacement.~~

J. Members must comply with Chapter 2, Article 5, -Code of Ethics, of the San Marcos City Code of Ordinances. If, in connection with a decision or matter before the board or commission, a conflict of interest or appearance of impropriety as to a board or commission member is identified, the affected member shall: ~~This includes recusals, benefits,;~~

- 1) notify the staff liaison who shall provide a conflict of interest disclosure form to the member;
- 2) complete and submit the conflict of interest disclosure form;
- 3) when the matter is taken up by the board or commission, announce the nature of the conflict or appearance of impropriety;
- 4) thereafter, leave the room until consideration of the matter is concluded; and
- 5) abstain from any participation in the matter whether before the board or commission, a city department, another board or commission or the city council until the matter is finally concluded.

K. In accordance with Chapter 36 of the Texas Penal Code, members of the board (or commission) shall not accept gifts from persons in connection with the member's official duties and responsibilities.

#### **ARTICLE 4. OFFICERS.**

- A. The officers of the board (or commission) shall consist of a chair and a vice-chair.
- B. Officers shall be elected annually by a majority vote of the board (or commission) at the first regular meeting on or after March 1 during the agenda item posted for this purpose.

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- 1) Per-In accordance with Section. 12.09 of the City Charter. Holdover of officers of the City Code, if the previous chair continues on the board or commission they will preside over the meeting and conduct the election.
- 2) If the previous chair is no longer on the board (or commission) and the vice chair continues on the board (or commission) the vice chair will preside over the meeting and conduct the election.
- 3) If neither the chair nor the vice-chair remain on the board (or commission) the staff liaison shall conduct the election of the chair, at which point the newly elected chair will preside over the remainder of the meeting, including the election of the and-vice-chair.

C. In the event of a vacancy of the chair or vice-chair during the term-a current officer-becomes ineligible to serve as an officer, the board (*or commission*) may hold an election at the next regular meeting agenda. -As needed, the vice-chair shall conduct the election of the chair or the chair shall conduct the election of the vice-chair.

CD. The term of office shall be one year, beginning the first day of March April 1st and ending the last day of February March 31<sup>st</sup>.

DE. A member may not hold more than one office at a time.

#### ARTICLE 5. DUTIES OF OFFICERS.

- A. The chair shall be in person at the meeting location, preside at board (*or commission*) meetings, approve review each final meeting agenda, and execute approved meeting minutes.
- B. In the absence of the chair, the vice-chair may preside, if in person, and shall perform all duties of the chair.
- C. In the absence of both the Chair and the Vice-Chair at the meeting location, the board (*or commission*) should elect an interim a temporary chair for that meeting, or until the Chair or Vice-Chair arrives. The staff liaison may conduct the election of a temporary chair, who shall serve only for the current meeting. The temporary chair must be present at the meeting location.
- D. The Chair is responsible for promoting and maintaining order in meetings. The Chair should ensure adherence to the agenda for the meeting.
- E. The Chair should control discussion to ensure that it focuses on the issue and not on any person. Personal remarks and attacks are not permitted. See also Article 7 (B).

#### ARTICLE 6. AGENDAS.

- A. Agenda items must comply with Article 2. PURPOSE AND DUTIES.
- B. The following general order of business should be used for regular meetings of the board (*or commission*):

## Template for Standard City Board/Commission Bylaws

1. Call to order
2. Roll call
3. Citizen Comments – 3 minutes per speaker
4. Consent Agenda (includes routine items which normally do not need separate discussion such as minutes from the previous meeting, ~~which normally do not need separate discussion~~)
5. Presentations ~~and/or~~ by city staff or outside entities invited by the board (or commission.)
- ~~5.6.~~Public Hearings as needed
- ~~6.7.~~Items for action or discussion/direction
- ~~7.8.~~Reports (report items should be listed individually as needed to comply with Open Meetings Act requirements)
- ~~8. Items for future agendas~~
9. Executive Session (in accordance with Open Meetings Act exceptions)
10. Question and Answer Session.
11. Adjournment

- ~~B. Prior to taking office all newly appointed members shall attend an orientation. This orientation will include, but may not be limited to, a review of Bylaws, Specific Board Ordinance and Charge, Open Meetings Act, Public Information Act, Ethics, parliamentary procedure, how to run a meeting, and procedures on how to file a complaint with the city. Moved to Article 3. Membership, item E.~~
- C. The board (*or commission*) may only discuss or consider an item on the agenda that is stated within the assigned scope of work or charge of the board (*or commission*) as provided in Article 2.
- D. The chair or two or more members may place a discussion item on an agenda for a regular board (*or commission*) meeting no later than 10 business days prior to the meeting. If two or more members wish to place a discussion item on a meeting agenda, they must separately contact the staff liaison and the chair in writing or by email with the specific topic. by written request. -The agenda item must comply with Article 2 PURPOSE AND DUTIES.
- E. After first consulting with and receiving input from the staff liaison, the chair shall **approve review** each final meeting agenda as prepared by the staff liaison. The chair may not remove an item placed on an agenda by the staff liaison, prior direction of the board (*or commission*) under subsection (~~EB~~) above, or placed on an agenda as a discussion item by two members under subsection (C) above.
- F. The staff liaison will submit the meeting agenda, and packet as applicable, to the City Clerk's Office for posting no later than 72 hours before the meeting. If the 72 hour deadline should fall on a weekend or holiday it is the responsibility of the staff liaison to provide the meeting agenda to the City Clerk's Office by 4:30 p.m. noon on the last business day before the weekend or holiday.

- G. Posting of the agenda must comply with Texas Government Code Chapter 551 (Texas Open Meetings Act).

## ARTICLE 7. MEETINGS.

- A. The board (*or commission*) meetings shall comply with Texas Government Code Chapter 551 (Texas Open Meetings Act) in that discussion and action is limited to the items listed on the agenda for this meeting.
- B. If a quorum (a majority of the voting members) does not convene within ~~one half hour~~ fifteen minutes of the posted time for the meeting, then the meeting is ~~deemed~~ may be cancelled. If there is not a quorum, no business can be conducted, no votes or action can be taken, and there are no minutes.
- ~~B.C.~~ The board (*or commission*) will conduct its meetings by the rules of common courtesy and procedure identified in Article 10.
- ~~C.D.~~ The Chair should introduce each item as it appears on the agenda, and in the order in which it appears on the agenda. The Chair may allow items to be considered out of order with the informal consent of the board (*or commission*).
- ~~D.E.~~ The following types of actions may be taken or motions can be made during a meeting:
1. **Approval** - Means the item is approved as proposed.
  2. **Conditional approval** - Means approval for the item will take effect upon the occurrence of the conditions.
  3. **Approval as amended** - Means the item is approved with changes from the original proposal.
  4. **To Table** - Means to temporarily delay the consideration of the item while another item is brought up for consideration.
  5. **Remove from Table** – Means to bring back the previously delayed item for consideration.
  6. **Postpone** - Means postponement of consideration of the item, either until a definite time date or event, or indefinitely. Action on the item at a subsequent meeting requires the item to be placed on the agenda for that meeting.
  7. **Reconsider** - Means to reopen discussion of an item that was already acted upon. Reconsideration may only occur at the same meeting, or at the next meeting after the one at which the original action occurred. A motion to reconsider may only be made by a person who voted on the prevailing side on the original action. Reconsideration of an item at a subsequent meeting requires the item to be placed on the agenda for that meeting.
  8. **Withdraw** - Made by the person who made the motion. Does not require a formal vote unless a member objects to the withdrawal.
  9. **Close debate ("calling for the question")** – Requires a motion and second and 2/3 vote. If it passes, a vote is then taken on the motion that was under discussion, without further debate. If it fails, debate resumes on the motion that was being discussed.

Template for Standard City Board/Commission Bylaws

10. **Amend** - Usually consists of striking out, inserting, adding, or substituting words, sentences or paragraphs to the subject of the original motion. This motion is voted upon separately from the original motion. ~~Note: A friendly amendment, agreed to by persons who made and seconded a motion, does not require a separate vote from the original motion.~~
11. **Recess** - A temporary break in a meeting may be called by the Chair. This does not require a formal vote unless a member objects to the recess.
12. **Limited discussion or debate** - The Chair may establish a reasonable time limit for consideration of an item, or a reasonable time limit on each person addressing the board (*or commission*), or upon each board (*or commission*) member who comments on an issue. This does not require a formal vote unless a member objects to the limits.

~~E. In accordance with the Open Meetings Act, discussion and action is limited to the items listed on the agenda for a meeting. Discussion of any subject not listed on the agenda must be limited to whether to place the item on the agenda for a future meeting.~~  
[Note: Covered in item A above.]

~~F. Board (*or commission*) meetings will adhere to Sec. 2.045.— Rules of decorum for city council and city board and commission meetings of the San Marcos City Code.~~  
[Note: Rules regarding citizen comment are addressed in M below. Rules regarding are addressed in Article 10 A.]

~~G.F.~~ The board (*or commission*) shall meet (select one of the following: monthly, quarterly, or when the board is legally required to meet in order to comply with a legal deadline.) In October of each year, the board shall adopt a schedule of the meetings for the upcoming year, ~~including makeup meeting dates for the holidays and cancelled meetings.~~

~~H.G.~~ Special meetings of the board (*or commission*) shall be called by the staff liaison to comply with a statutory deadline or a deadline established by Council or by a vote by the board (*or commission*). A special meeting may be called upon the written request of the chair or ~~any~~ three (two for boards/commissions of less than 7) members of the board (*or commission*). ~~A board (*or commission*) may not call a meeting in addition to its regular-scheduled meetings as identified in its adopted meeting schedule, no more often than once a quarter, unless the meeting is required to comply with a statutory deadline or a deadline established by Council.~~

~~I.H.~~ Executive sessions are permitted only when they have been posted in advance and conform to those requirements of the Texas Government Code Chapter 551 (Texas Open Meetings Act) which pertain to executive sessions.

~~J.I.~~ A majority of the voting membership of the board (*or commission*) members constitute a quorum regardless of vacancies.

~~K.~~ ~~If a quorum for a meeting does not convene within one-half hour of the posted time for the meeting, then the meeting is deemed cancelled.~~

Template for Standard City Board/Commission Bylaws

~~L.J.~~ To be effective, a board (*or commission*) action must be adopted by an affirmative vote of the number of members necessary to provide a quorum.

~~M.K.~~ All votes shall be conducted by roll call rather than simple voice vote.

~~N.L.~~ The chair has the same voting privilege as any other member. ~~(Unless otherwise stated within the board or commission's Ordinance).~~ The voting privileges of members is defined in the Ordinance defining that board (or commission).

~~O.M.~~ The board (*or commission*) will allow citizens to address the board (*or commission*) during a period of time set aside for citizen communications during their regular meeting. Each speaker will be limited to three minutes, may speak only once per time period, and may not yield time to others. See Section 2.045 of the City Code for details.

~~P.N.~~ The staff liaison shall prepare the meeting minutes. The minutes of each board (*or commission*) meeting must include the vote of each member on each item before the board (*or commission*) and indicate whether a member voted in favor, against, abstained or is absent, or failed to vote on an item. Example:

For: Member 1, Member 2, Member 3, Member 4

Against: Member 6

Absent: Member 5 (line only needed if someone is absent)

Recused: Member 7 (line only needed if someone has recused)

~~Q.O.~~ The city clerk shall retain agendas, approved minutes, internal review reports and bylaws. The \_\_\_\_\_ (*liaison's department name*) shall retain all other board (*or commission*) documents. The documents are public records under Texas Local Government Code Chapter 552 (Texas Public Information Act).

~~R.P.~~ The chair shall adjourn a meeting not later than 10 p.m., unless the board votes to continue the meeting.

## ARTICLE 8. RECOMMENDATIONS.

- A. The board (*or commission*) is encouraged to provide the city council with advisory recommendations on matters of city policy within their purpose and duties provided in Article 2 as necessary.
- B. In order to communicate recommendations by a board (or commission) to the City Council, the board (or commission) must develop a recommendation resolution. If the recommendation resolution is approved by a majority of the membership, the staff liaison must submit a policy the recommendation resolution that has been approved by a majority of the membership in the form of a resolution to the city clerk and city manager for distribution to the city council within 30 days. In addition, the staff liaison will prepare a cover memo including Staff Recommendations for Implementation which may include budget impacts, staff time required, and/or other considerations.



Template for Standard City Board/Commission Bylaws

- C. The board (*or commission*) will submit an annual report to the city clerk by February 28 of each year.

**ARTICLE 9. COMMITTEES.**

- A. The \_\_\_\_\_ (*Name of the board or commission*) shall have the following standing committees: (*Name and describe the duties of each Committee.*)  
*If the board does not have any committees, use the following alternate language:*
- B. The \_\_\_\_\_ (*Name of the board or commission*) does not have any standing committees, but may have ad hoc committees as necessary.
- C. Each committee must be established by an affirmative vote of the board (*or commission*). Each committee shall consist of at least ~~three~~ two, maximum of three (limit of two if the board has less than 7 members) board (*or commission*) members approved by the board (*or commission*). A staff member shall be assigned to each committee by the director of the (*department name*).
- D. A committee may ~~designate a~~ choose the chair, with ~~the member's~~ members' consent, but is not required to do so.
- E. Quorum requirements do not apply to committees.
- F. Committees are not required to post their meetings in accordance with the Texas Government Code Chapter 551 (Texas Open Meetings Act). A quorum of the membership is not allowed to be present.
- G. Each committee shall update the board (*or commission*) at least quarterly on their work.

**ARTICLE 10. RULES OF COMMON COURTESY AND PROCEDURE.**

- A. During meetings, members shall preserve order and decorum, and shall not interrupt or delay proceedings. Board (or commission) meetings will adhere to Section. 2.046. - Rules of Decorum for City Council and City Board and Commission Meetings of the City Code.
- B. Members shall demonstrate respect and courtesy to each other, to city staff members, and to members of the public appearing before the board (*or commission*).
- C. Members shall refrain from rude and derogatory remarks and shall not belittle staff members, other board (*or commission*) members, or members of the public.
- D. The Chair should exercise control over persons who abridge this policy or disrupt a meeting in the following ascending order of action:
  - 1. Call the person to order, advising the person of the infraction.

2. Advise the person that the infraction must cease immediately, or the person will be ordered to leave the meeting.
3. Order the person to leave the meeting. If the offending person is a member of the board *(or commission)*, the Chair shall call for a vote on the expulsion of the member from the meeting.

**ARTICLE 11. GENERAL POWERS AND DUTIES**

- A. Personnel Issues: Personnel matters are not within the purview of the Board/Commission and are not appropriate for posting on an agenda, discussion at a meeting, or as a subject for a board/commission recommendation. Neither the Board/Commission nor any of its members shall recommend, instruct or request the City Manager or any of the City Manager’s subordinates to change the job qualifications for a current employee, appoint, or remove any person from, office or employment. The Board/Commission and its members are prohibited from giving order to subordinates of the City Manager either publicly or privately.
- B All Boards and Commissions shall adhere only to their specific general powers and duties within their Ordinance, as provided in Article 2.

**ARTICLE 12. AMENDMENT OF BYLAWS.**

A bylaw amendment is not effective unless approved by the Council Finance and Audit Committee.

The bylaws were approved by the \_\_\_\_\_ *(insert - board or commission name)* at their meeting held on \_\_\_\_\_ *(insert – month date, year)*.

\_\_\_\_\_  
*(Signature of Executive or Staff Liaison)*

\_\_\_\_\_  
*(Title of Executive or Staff Liaison)*