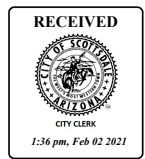


# RULES AND PROCEDURES ("BYLAWS") OF THE SCOTTSDALE ENVIRONMENTAL ADVISORY COMMISSION



The City of Scottsdale Environmental Advisory Commission (the "Commission") was created by the Scottsdale City Council by Ordinance No. 4402 on July 1, 2019 and was originally created as the Environmental Quality Advisory Board by Ordinance No. 2528 on May 3, 1993. The purpose and responsibilities of the Commission are established by ordinance and are codified in Scottsdale Revised Code ("S.R.C.") § 2-303. These Rules and Procedures ("Bylaws") are authorized by S.R.C. § 2-304.

## 1.0 ORGANIZATION.

- 1.1. Official Name. The Commission shall be known as the Scottsdale Environmental Advisory Commission.
- 1.2. Chair. The Commission shall, at its first meeting of each calendar year, elect a Chair from among its appointed members as required by S.R.C. § 2-241(g). If a vacancy in the Chair position occurs, the Vice Chair will become the Chair until the next election cycle and a new Vice Chair will be nominated and elected and serve until the next election cycle. Except as otherwise provided in these Bylaws, the Chair shall preside at all meetings of the Commission, decide all points of order or procedure and perform all duties required by the ordinance or these By-laws. The Chair shall serve for a term of one year or until their successors are elected. The Chair, elected by the Commission, shall serve in the same capacity for no more than two consecutive one-year terms. Should a commissioner become Chair to fill a vacancy in the Chair position for the remainder of a term of office, this will not be considered a one-year term for term limitation purposes. The Chair may make and second motions and shall have a voice and vote in all its proceedings.
- 1.3 Vice Chair. The Commission shall, at its first meeting of each calendar year, elect a Vice Chair from among its appointed members who shall serve in the absence of the Chair, as required by S.R.C. § 2-241(g). The Vice Chair shall serve for a term of one year or until their successors are elected. The Vice Chair shall serve in the same capacity for no more than two consecutive one-year terms. Should a commissioner become Vice Chair to fill a vacancy in the Vice Chair position for the remainder of a term of office, this will not be considered a one-year term for term limitation purposes.
- 1.4 Vacancy. Vacancies for Chair or Vice Chair created for any cause shall be filled for the unexpired term by a new election. Such election shall take place at the next regularly scheduled meeting of the Commission.
- 1.5 Nominations for Chair and Vice Chair
  - a. Prior to the first meeting of the calendar year, or the first meeting after a vacancy in the office of Chair or Vice Chair, the Staff Liaison will request nominations from the Commission. The Staff Liaison will confirm individually with those members being placed into nomination for the Chair or Vice Chair to ensure they agree to be considered. The names of those advanced for nomination who agree to being considered will then be placed on the agenda. The Chair will open the nominations process at the meeting and note those who have been nominated and ask if any other Commissioners desire to make nominations. If additional names are

## RULES AND PROCEDURES (“BYLAWS”) OF THE SCOTTSDALE ENVIRONMENTAL ADVISORY COMMISSION

nominated, the Chair will confirm with the person nominated that they are willing to serve. Once all names are placed into nomination, the voting will commence. Votes will be done by roll call vote, with each Commissioner casting their vote for the preferred candidate. The candidate with the most votes will serve as Chair or Vice Chair.

- b. In instances of a tie vote, the Commission shall automatically eliminate from further consideration any nominees who received fewer votes than those who tied. The Commission shall re-vote once in an attempt to break the tie. If a tie remains, and it results from the absence of one or more Commissioners, the Commission shall continue the vote on the nominees who received the tie vote until the next meeting. In all other instances of a tie, the Commission shall determine the appointee(s) by lot drawn by the Staff Liaison.

1.6 Removal from Office. The Chair or Vice Chair may be removed from his or her position as Chair or Vice Chair at any time by a vote of five or more commissioners. In the event a member of the Commission is unwilling or unable to serve, or if any member is absent or tardy from three (3) consecutive meetings, or four meetings within a six month period, then the Chair shall notify the Mayor or the Mayor’s designee so that consideration of removal and replacement of the member may be scheduled for City Council action, as required by S.R.C. § 2-241(i). The Chair shall notify the Mayor, or the mayor’s designee, of any vacancy created for any reason.

1.7 Staff Liaison. The City Manager or designee, shall assign a staff liaison for the Commission.

1.8 Legal Counsel. The City Attorney, or his/her designated representative, shall be the legal counsel for the Commission.

1.9 Committees. As required by S.R.C. §2-241(h), a committee of the Commission shall not be created unless authorized by the City Council prior to its creation. Any committee created following City Council authorization may include only members of the Commission unless the City Council approves the appointment of a nonmember.

### **2.0 MEETINGS.**

2.1 Generally. All meetings of the Commission shall be open to the public. All Commission meetings shall comply with the Arizona Open Meeting Law. All meetings shall be conducted using the Principles of Civil Dialogue by genuinely listening, speaking respectfully, and being accountable. Any action calling for a formal vote shall take place only at a public meeting. The Chair, Vice Chair, Commission Members and the Staff Liaison shall be familiar with the Arizona Open Meeting Law (A.R.S. §§ 38-431 *et seq.*). Any Commission member faced with a situation not specifically addressed within this chapter should consult with Staff Liaison and legal counsel before proceeding.

2.2 Regular Meetings. Regular meetings of the Commission shall be held on the third Wednesday of each month at 5:30 p.m., unless otherwise scheduled by the Commission. In the event the Commission desires to cancel a future meeting, it may do so by a majority

## **RULES AND PROCEDURES (“BYLAWS”) OF THE SCOTTSDALE ENVIRONMENTAL ADVISORY COMMISSION**

vote at a public meeting. When it is determined between public meetings that a meeting should be cancelled for lack of a quorum or other reason, the Chair or if not available, the Vice Chair may so cancel by requesting the Staff Liaison to post notification of cancellation at least 24 hours prior to the scheduled meeting at all legal posting sites in the City of Scottsdale as determined by the City Council. The Commission may recess during the same time frame as the City Council.

2.3 Special Meetings. Special meetings for good cause may be held by the Commission on call of its Chair or four commissioners, which call shall be filed with the Staff Liaison, or may be scheduled at any previous meeting by a majority of the commissioners constituting a quorum. The manner of the call shall be noted in the minutes of the special meeting, and at least 24-hour notice of the meeting shall be given to each commissioner. The Staff Liaison shall receive 48-hour notice of the meeting and shall post meeting notices at least 24 hours before such meeting but shall comply with the notice requirements of City of Scottsdale Administrative Regulation 121. Work Study Sessions may be held before or after any regular or special meeting or at any other time on call of the Chair or of a majority of the commissioners, which call shall be filed with the Staff Liaison, or as may be scheduled by a majority of the commissioners constituting a quorum at any previous meeting.

2.4 Quorum. A quorum necessary for the transaction of business shall consist of a simple majority of the Commission. When all seven members are appointed, the quorum will be four members. The business of the Commission shall be transacted by the majority vote of members present.

2.5 Proxy Voting Prohibited. There shall be no proxy voting on the Commission, nor can proxies be extended for the purpose of establishing a quorum of the Commission.

2.6 Conflict of Interest. Members shall take an active part in the Commission's deliberations and vote on every question presented to the Commission unless to do so would or might constitute a violation of the Arizona Conflict of Interest Laws (A.R.S. §§ 38-501 *et seq.*). In the event that a member of the Commission determines that he or she has or may have a conflict of interest, the member shall make known that interest in the official record of the Commission and refrain from participating in or voting upon the issue or question.

2.7 Agenda. Any commissioner may submit items for the agenda with the understanding that the Staff Liaison and legal counsel shall prepare, review and approve the final agenda, in consultation with the Chair. This review team will ensure that the suggested agenda item falls within the scope and purposes of the Commission.

2.8. Location of Meetings. The location of meetings of the Commission shall be in the Community Design Studio, 7506 E. Indian School, Scottsdale, Arizona, or any other location as designated by the Chair in concurrence with the Staff Liaison and included in the legal posted notice for the meeting.

### **3.0 RULES AND AMENDMENTS.**

3.1 Amendments. Amendments to these Bylaws may be made by the Commission upon

**RULES AND PROCEDURES (“BYLAWS”) OF THE  
SCOTTSDALE ENVIRONMENTAL ADVISORY COMMISSION**

the affirmative vote of a majority of the members present, provided any such amendment is proposed at a preceding meeting, or is submitted in writing at a prior meeting of the Commission, and is noted in the minutes of such meeting. Revised Bylaws may be proposed in lieu of multiple amendments. These Bylaws and any amendments, shall become effective at the next regular meeting of the Commission after their adoption by an affirmative vote of the Commission.

3.2 Copy. A copy of these Bylaws and any amendments thereto, shall be placed on record in the office of the City Clerk within 10 days of the date of their adoption.

3.3 Parliamentary Procedure. When any question of parliamentary procedure arises, it shall be decided using Robert's Rules of Order as a guideline, unless otherwise specified in these Bylaws or Scottsdale City Charter or ordinance.


3.4 Conflicts. In the event that any provision within these Bylaws is found to be in conflict with any State statute, ordinance or resolution of the City of Scottsdale, the statute, ordinance or resolution shall govern. These Bylaws are intended only to supplement such statute, ordinance, or resolution, and these Bylaws shall not amend, annul, or abrogate any applicable State statute, City ordinance, or City resolution.

3.5 Communications. All official communications from the Commission shall be authorized by the Commission, with written communications sent out with the signature of the Chair or the Vice Chair. All Commission members may share their views as private citizens, but are not authorized to speak on behalf of the Commission unless authorized in advance by the Commission.

---

**CERTIFICATION**

The Scottsdale Environmental Advisory Commission hereby certifies that the foregoing Bylaws were duly adopted by the consent majority of the members on January 20, 2021.

By:  \_\_\_\_\_ February 1, 2021  
Chairperson , Natalie Chrisman Lazarr Date