

**MEETING PROCEDURES FOR OVERSIGHT BOARD
OF SUCCESSOR AGENCY (former Redevelopment Agency of the City of Roseville)**

I. PURPOSE

These Meeting Procedures are adopted for the purpose of providing for the orderly and effective conduct of meetings of the Board with full and reasonable opportunity for public participation consistent with the Ralph M. Brown Act (Gov't Code §54950, *et seq.*; hereafter the "Brown Act").

II. MEETINGS

A. Open Meetings

All meetings of the Board shall be conducted consistent with the Brown Act and shall be open to the public, except for such closed sessions as are authorized by law. To the extent of any conflict between the Brown Act and these Meeting Procedures, the Brown Act shall apply.

B. Bi-Annual Meeting

At a minimum, the Board shall meet bi-annually for a regular meeting of the Board. Other regular meetings shall be held at such times as are fixed by the Board.

C. Regular Meetings

If a majority of the Board decides to hold regular meetings more frequently than Bi-Annually the regular meetings of the Board shall be the fourth Monday of each month at the hour of noon. If a regular meeting date falls on a legal holiday the meeting may be cancelled or re-scheduled.

D. Meeting Place

All regular meetings shall be held in a suitable location as determined from time to time by the Board and shall be specified on the agenda for each meeting. Currently, the meetings are held in the Civic Center (311 Vernon Street), Meeting Rooms 1 & 2.

E. Special Meetings

Special meetings may be called by the Chairperson of the Board, the Vice Chairperson, or any two (2) Board Members and shall be noticed by the Recording Secretary or designee. Successor Agency staff assigned to the Oversight Board will consult with the Chair to determine if a special/additional meeting is needed and schedule one accordingly.

F. Adjourned Meetings

The Board may adjourn any regular, adjourned regular, special or adjourned special meeting to a time and place specified in the order of adjournment. A copy of the order or notice of adjournment shall be posted in accordance with law.

G. Quorum; Lack of Quorum

1. **Quorum:** Four (4) Board members present and qualified to act shall constitute a majority of members and be a quorum for the transaction of business at meetings.
2. **Lack of Quorum:**
 - a. In the absence of a quorum not known prior to a scheduled meeting, the Chairperson or Vice-Chairperson may adjourn the meeting or postpone any business to a later time, provided that twenty (20) minutes shall have elapsed after the hour set for such meeting.
 - b. If Successor Agency staff is aware of a lack of a quorum prior to the meeting, he or she shall notify each member of the Board and shall post a notice at the entrance to the meeting place stating that the meeting has been cancelled.

III. **CHAIRPERSON**

A. Defined

The Chairperson of the Oversight Board is the Presiding Officer of the meeting. In the absence of the Chair, the Vice-Chairperson shall be the Presiding Officer of the meeting. In the absence of the Vice-Chairperson, a temporary Chair shall be elected from among the members present and shall be the Presiding Officer of the meeting. Upon the arrival of the Chair or Vice-Chair, the temporary Chair shall relinquish the chair immediately upon the conclusion of the item of business before the Board.

C, Duties

The Presiding Officer shall preside and preserve order at all meetings of the Board.

D. Authority

The Presiding Officer shall decide all questions of order without debate.

IV. ORDER OF BUSINESS

A. Regular Meetings

The order of business at all regular meetings of the Board will be as posted in the agenda and will substantially be as follows:

1. ROLL CALL
2. APPROVAL OF MINUTES OF PREVIOUS MEETING
3. NEW BUSINESS - ACTION ITEMS
4. OLD BUSINESS - ACTION ITEMS
5. INFORMATION ITEMS
6. PUBLIC COMMENT
7. ADJOURNMENT

B. Change of Order

The order of business herein prescribed may be changed at any time by the Presiding Officer or by consensus of the Board.

V. CONDUCT OF BUSINESS

A. Agenda Formulation

Agendas shall be prepared by Successor Agency staff and shall consist of items requiring consideration by the Board. In addition, an item may be listed on a future agenda if requested by majority vote of members of the Board, provided such item is within the jurisdiction of the Board. The agenda shall include: (1) Identification of each item of business to be transacted or discussed during the public session; and, (2) A specific identification of the types of any matters to be considered in closed session, including any specific information required by the Brown Act regarding any matter to be heard in closed session.

B. Agenda Posting

Successor Agency staff shall have and make available for public inspection and copying, and publicly post, an agenda for each regular meeting not later than 72 hours preceding the commencement of the meeting. All agendas shall be posted consistent with the Brown Act. Special meetings require posting of the agenda 24 hours in advance, but only matters appearing on the agenda may be discussed at a special meeting. In very limited circumstances, the Board can call an emergency meeting to address matters concerning work stoppage, other activity or crippling disaster that impairs public health, safety or both. Emergency meetings shall be noticed as required by the Brown Act. No closed sessions are permitted at emergency meetings.

C. Action on Off-Agenda Matters

The Board shall not take action on an item of business which does not appear on the posted agenda for a regular meeting except as authorized by subparagraphs “(1)”, “(2)”, or “(3)” of subdivision “(b)” of Government Code Section 54954.2 and, as appropriate, following the determinations authorized by those subparagraphs. Before discussing or taking any action on off-agenda items, the Board must first publicly identify the item, after which it can take action in the following circumstances: (1) upon a majority vote that an emergency exists; (2) upon a determination by a two-thirds vote of the Board (4 votes), or if less than two-thirds of the members are present, a unanimous vote of those present, that there is a need to take immediate action that came to the attention of the Oversight Board after the agenda was posted; or (3) the item was posted on a prior agenda not more than five calendar days previous to the date action is taken and the item was continued at the prior meeting to the meeting at which action is taken.

D. Session

The Presiding Officer shall at the appointed hour call the Board to order.

E. Roll Call

The roll of the members shall be called by the Recording Secretary, or their designee and shall be entered in the minutes.

F. Reading of Minutes

If practicable, within thirty (30) days of the Board meeting the minutes shall be listed on an agenda for Board approval.

G. Public Comment

Public Comment is intended to allow the public to address the Board on matters not listed on the agenda. The Board shall not engage in debate regarding, or take any action on, any matter not on the agenda except to refer the matter to staff or to determine that the matter should be included on a future agenda.

H. Presentations/Reports/Workshops

1. **Order of Presentation**

The order of presentation shall be:

- a. Opening of the item by the Presiding Officer
- b. Presentation by staff and questions from the Board
- c. Public Comment
- d. Motion by the Board and a Second
- e. Board discussion
- f. Board action (Vote on the Motion)

2. **Board Comments and Questions**

- a. The Board may ask questions of staff or any member of the public who comments prior to the consideration of a motion. Board members should refrain, to the greatest extent possible, from asking questions of the public after a motion and second has been posed for the Board's consideration.
- b. Board members should not express opinions on the agenda item, or indicate the manner in which they intend to vote, until after the Presiding Officer has closed public comment and Board discussion has begun.
- c. In order to facilitate Board discussion and the asking of questions, the Presiding Officer may temporarily close public comment and allow additional public comment after such discussion and prior to final closing of public comment. The Presiding Officer shall formally close public comment prior to any motion being made, and shall take care to note whether public comment is closed on a temporary or final basis.

I. Reports/Comments/ Board /Staff

1. **Requests for Information**

As a whole, the Board may request information from staff. Staff will provide requested information to the Board at the next regular meeting of the Board, or as soon as practicable. Individual requests which will require significant staff time to research or produce new reports must first be approved by the Assistant City Manager or the Board as whole.

2. **Limitations**

The Board shall not discuss any matter which may require future Board action, and is not otherwise listed as an agenda item or properly before the Board as an off-agenda item, unless it is to seek clarification, make a brief announcement, make a brief report on his or her own activities, provide a reference to staff or other resources for factual information, request staff to report back at a subsequent meeting or take action to direct staff to place a matter of business on a future agenda.

J. Motion to Adjourn

A motion to adjourn shall not be debatable. It shall be in order at any time, except as follows:

1. When repeated without intervening business or discussion.
2. When made as an interruption of a member while speaking.
3. While a vote is being taken.

A motion to adjourn "to another time" is debatable only as to the time to which the meeting is adjourned. Once adjourned, the meeting may not be reconvened.

K. Standards of Decorum

1. While the Board is in session, the Presiding Officer shall preserve order and decorum. No individual present shall, either by conversation or otherwise, delay or interrupt the proceedings or the peace of the Board or disturb any member while speaking or refuse to obey the orders of the Board or its Presiding Officer.
2. Any person making personal, impertinent or slanderous remarks or who shall become boisterous while addressing the Board, shall be forthwith, by the Presiding Officer, barred from further audience before the Board during that meeting, unless permission to continue is granted by consensus of the Board. In the event of a delay, interruption or disturbance, the Presiding Officer may impose a brief recess, or with the consent of the Board continue the item or continue the meeting.

L. Manner of Addressing Board

1. **Public Comment**

The Presiding Officer shall request, but not require, persons addressing the Board to provide their name and address. All remarks should be addressed to the Board as a body and not to any Board member or staff. No person, other than a member of the Board and the person having the floor, shall be permitted to enter into any discussion without the permission of the Presiding Officer. Any person addressing the Board shall be limited to three (3) minutes, unless such time is extended by the Presiding Officer.

2. **Spokesperson for Group of Persons**

Whenever any group of persons wishes to address the Board on the same subject matter, it shall be proper for the Presiding Officer to request that a spokesperson be chosen by the group to address the Board and, in case additional matters are to be presented at the time by any member of said group, to limit the number of persons so addressing the Board, so as to avoid unnecessary repetitions before the Board. The Presiding Officer may set a time limit for each side of the issue or individual comments.

3. **Presentation Material**

Any presentation material to be presented to the Board should be submitted to the Successor Agency staff at least 24 hours in advance of the meeting. Any audio, video graphic or similar electronically communicated material must be submitted to the Successor Agency staff for review at least 72 hours in advance of the meeting with a label noting the contact person and daytime telephone number. Audio, video graphic or similar electronically communicated material may be presented to the Board at the discretion of the Chair. Any material, including but not limited to, DVDs, CDs and photographs presented to the Board are part of the public record and will be kept by the Successor Agency staff in accordance with the applicable record retention schedule .

VI. **OFFICIAL RECORD**

A. Preparation of Minutes

The minutes of the Board shall be kept by the Recording Secretary's Office and shall be printed and kept in a permanent binder, with a record of each action taken. The Recording Secretary or designee shall be required to make a record only of actions of the Board, and shall not be required to record remarks of Board members, or of any other person except at the special request of a member of the Board, provided further, that a record shall be made of the names and addresses of persons (when provided) addressing the Board, the subject matter to which their remarks related and whether they spoke in support of or in opposition to such matter.

VII. **VOTING**

A. Majority Vote

All business requiring approval of the Board shall be carried by a majority vote of all Board persons who are present and qualified to act. A "majority vote" shall mean a majority of the full Board (i.e., four affirmative votes). In the event a motion on an item fails to obtain a majority vote or results in a tie vote, then no action has occurred and the item, at the discretion of the Presiding Officer, shall require another motion or be continued. The number of motions that may be made on an item shall be at the discretion of the Presiding Officer. Once a motion has been made and seconded, discussion should be limited to clarification on the motion only.

Roll Call

Before proceeding with the business of the Oversight Board, the roll of the members shall be called by the Recording Secretary, and the names of those present and their vote shall be entered in the minutes.

B. Conflict of Interest**1. Participation Prohibited**

No Board member shall make, participate in making or in any way attempt to use their official position to influence a decision on any issue when prohibited from so doing by the Political Reform Act of 1974, as amended (Government Code Section 87100 et seq.). A Board member shall, when the item is called, declare that a Conflict of Interest exists, state what the Conflict of Interest is, and shall disqualify and remove themselves from the room during the discussion. The Board member's removal shall be noted on the record by the Recording Secretary, who shall also note the member's return when the item is concluded.

2. Majority Vote

Failure of a member of the Board to vote when prohibited from doing so by the Political Reform Act of 1974 as amended shall not be considered for purposes of determining a majority vote.

VIII. BOARD MEMBER MEETING ATTENDANCE POLICY**A. Automatic Resignation for Excessive Absence**

Any member of the Board who is absent three (3) consecutive meetings or four (4) meetings in a calendar year shall be deemed to have resigned from the Board. The Recording Secretary of the Board shall certify the absences to the Board prior to action by the Board. Upon such resignation, the Board shall declare by resolution that a vacancy has occurred.

B. Recruitment of Board Members

If a Board member is removed or resigns, the Board, or its designees, will notify the entity or person who appointed the Board member of the requirement of the Board to fill the vacancy.

IX. SUSPENSION OF PREEMPTED MEETING PROCEDURE(S)

In the event there is a conflict between any of these procedures and preemptive law, the Presiding Officer may suspend the conflicting meeting procedure(s).

X. MEETING PROCEDURES ARE PROCEDURAL ONLY

These Meeting Procedures are adopted and intended to provide procedures for the conduct of Board business. Any Board action which is taken by the required number of affirmative votes shall be effective for all purposes and shall not be invalidated or in any other manner limited in its effect because of a claim that the procedure followed by the Board in taking such action was not in accord with any provision or provisions of these Meeting Procedures.