



Boards and Commissions
Handbook

Contents

Your Role as a Board and/or Commission Member.....	2
About the City of Clayton.....	3
Types of Boards and Commissions.....	4
Boards & Commissions Appointment Process.....	5
Applications.....	5
Eligibility Requirements	5
Multiple Memberships.....	6
The Role of Your Aldermanic Liaison	7
The Role of Your Staff Liaison(s)	8
What You Need to Know.....	9
Attendance.....	9
Media Communications.....	9
Sunshine Law	9
Robert’s Rules of Order.....	10
Making Recommendations	10
Agendas.....	11
Minutes	11
Conflict(s) of Interest	11

Your Role as a Board and/or Commission Member

Thank you! Boards and Commissions in Clayton have a long history and have formed an integral and important part of city government. Residents, such as you, who serve on a board or commission dedicate many hours a month without compensation to make Clayton's government reflective of the attitudes and beliefs of all its residents.

All board and commission members are appointed by the Board of Aldermen upon recommendation of the Mayor or an Alderman. In many cases, a resident may express to a Board Member a desire to serve on a city board or commission, or sometimes, as a result of being observed carrying out other volunteer work within the community, a person may be asked if he or she has an interest in serving. In any event, the Board of Aldermen attempts to appoint individuals who have the appropriate skills and interests for a given board or commission, and they try to appoint a representative cross-section of the Clayton community.

The terms of office for the various boards, committees, and commissions vary from one to five years. To give more residents an opportunity to serve on boards and commissions, the Board of Aldermen has adopted an ordinance that members can be appointed to only three consecutive terms (City Plan Commission/ARB, NUERF and UERF excluded). While this concludes an individual's work after completion of service, it also brings new ideas and vitality to the boards and commissions.

By accepting the responsibility to serve on one of the City's Boards or Commissions you become, in essence, a member of a team. As such, you are expected to work cooperatively, addressing all matters relating to your Board or Commission through established channels rather than circumventing the group in any way.

Some commissions and boards get their authority from the state statutes. There are some distinct differences between boards and commissions:

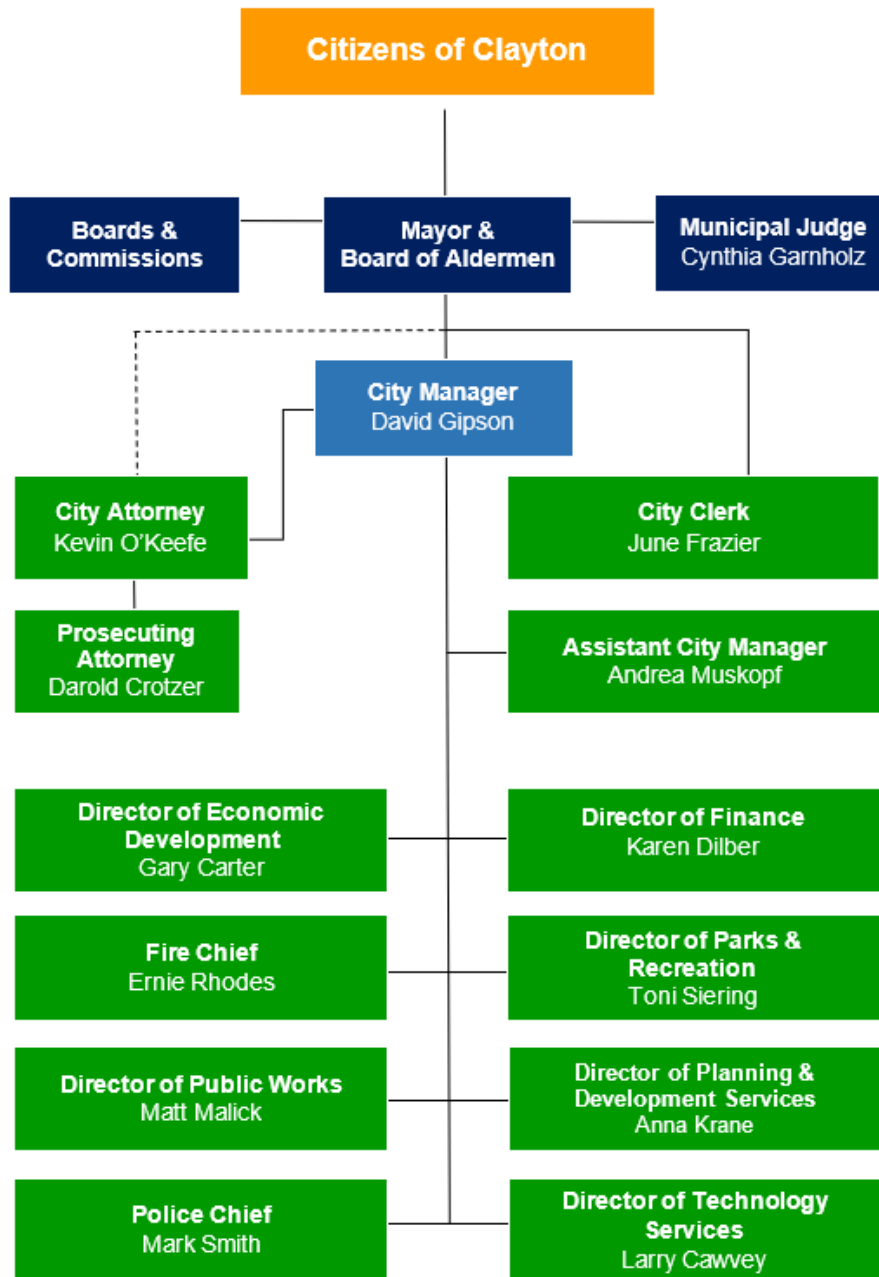
All commissions are advisory to the Board of Aldermen. They may study specific issues, such as a change in zoning, or they may provide general oversight of a specific city government function. In either event, the Board of Aldermen receives important advisory information from these committees but retains the ultimate decision-making authority of the City.

City boards, such as the Board of Adjustment, NUERF, and UERF, have more specific responsibilities that are somewhat independent of the Board of Aldermen. The CCF and the CRSWC, for instance, have complete administrative control over the expenditures in their respective areas. The Board of Adjustment and the Board of Appeals are quasi-judicial bodies, which exercise their decision-making authority totally independent of the Board of Aldermen.

Regardless of which board or commission you serve on, you are an important part of Clayton’s municipal government. Again, thank you. Without your help, Clayton could not be the quality community it is today.

About the City of Clayton

The City of Clayton is a Home-Rule Charter City, which operates under the council-manager form of government. The City of Clayton is governed by a Mayor and Board of Aldermen comprised of six Aldermen. The Mayor is elected on an at-large basis for a three-year term and the six Aldermen are elected from the City’s three wards to serve staggered, three-year terms. The City Manager is appointed by the Board of Aldermen to carry out the administration of the City’s day-to-day affairs.



Types of Boards and Commissions

The Mayor and the Board of Aldermen of the City of Clayton may create committees, boards and commissions to assist in city government, by performing such duties as the Mayor and the Board of Aldermen may specify, not inconsistent with the City Charter. The work done by citizens serving on boards and commissions is a vital part of the work of the City. Such individuals provide time, expertise, experience and unique perspectives that might otherwise be lacking should the City rely strictly on its appointed and elected officials or its consultants. Clayton generally has four types of boards and commissions: (1) advisory, (2) decision-making, (3) separate entity, and (4) ad-hoc.

- (1) Advisory boards and commissions advise the Board of Aldermen on public policy. They play a very important role in city government by providing the Board with creative ideas, feedback from the community and by serving as a sounding board for proposed public policy.
- (2) Decision-making Boards and Commissions also serve as advisory groups to the Board of Aldermen, but in addition they have quasi-judicial authority, and often have a basis in state law. Decision-making boards and commissions set or enforce policy and make legally binding decisions. The ordinances creating decision-making boards often require members to have expertise in certain areas. Examples of decision-making boards and commissions include the Board of Appeals and the Board of Adjustment.
- (3) Separate entity boards and commissions are separate legal entities apart from the City of Clayton. However, they may receive a significant portion of their funding from the City and/or the City appoints some or all the members. The members of these boards usually oversee an operation or organization much as would a board of directors. Examples of separate entity boards are the Clayton Community Foundation (CCF) and the Clayton Recreation, Sports and Wellness Commission.
- (4) (CRSWC). Unlike advisory and decision-making boards, separate entity boards and commissions may, and frequently do, include members of the Board of Aldermen, and may also go through a different appointment/selection process.
- (5) Ad-hoc committees, boards and commissions are created periodically to address specific needs or concerns for a limited period. They are strictly advisory in nature. Examples include the 2007 Joint Merger Study Committee, the 2012 Strategic Planning Committee, the 2013 Boundary Committee, the 2018 Charter Advisory Task Force, and the 2020 Mayor's Commemorative Landscape Task Force. The Board of Aldermen shall have the authority to create ad-hoc committees and to appoint members thereto with a simple majority vote.

Boards & Commissions Appointment Process

The Board of Aldermen generally makes all the appointments to the City's boards and commissions. Therefore, it is incumbent on members of the Board of Aldermen to seek out highly qualified individuals to serve as volunteer members of citizen boards and commissions.

Applications

- a. Persons wishing to serve on any standing citizen board, committee or commission shall submit a complete application to the City Clerk's office.
- b. Individuals wishing to apply for appointment should carefully review the requirements of each board and commission and specify those in which they have a special interest and for which they are fully qualified.
- c. Applicants may apply for more than one board by indicating 1st, 2nd, 3rd, etc., preferences. Individuals currently serving on a city board, commission or committee are not prevented from applying for a different board. However, since one person may not preside on more than one board, that person would be required to resign from the previous board if appointed to a new board.
- d. The Board of Aldermen members need not apply for membership to a board of commission but will instead be appointed directly by the Mayor.
- e. Applications will be evaluated by the Board of Aldermen based on the following criteria:
 - i. Experience and background in relevant fields. The Board of Aldermen will consider professional or personal qualifications and backgrounds in relevant areas to provide a greater depth of knowledge and understanding to the board.
 - ii. Contributive Potential – The BOA will evaluate the potential contribution that each applicant may make if appointed to the board or commission. Factors the BOA will use in its evaluation include the ability to effectively communicate, to express ideas, concepts, or philosophies, and a desire to perform public service.
 - iii. Applicants for appointment to boards and commissions may be reviewed by the BOA for any outstanding debt owed to the City including, but not limited to, tax delinquency and/or pending litigation with the City.
The foregoing criteria are not exclusive and the BOA need not assign ratings to or rank applications.
- f. If an applicant is not selected, the City Clerk will keep the application on file for six months.
- g. Appointments by the Board are made in open meetings by simple majority vote of those present and should generally follow *Robert's Rules of Order*.

Eligibility Requirements

- a. No person may serve on any citizen board or commission unless that person is a legal resident of the City of Clayton. Failure to maintain this residency at any time during a member's term of office will cause membership to be forfeited.
- b. No person may serve or remain on any citizen board or commission unless that individual is a registered voter of the City of Clayton.
- c. Certain boards and commissions have very specific requirements for membership in regard to profession, expertise, etc. All appointments to boards and commissions having

such requirements must be made in strict compliance with those requirements and members must continue to comply with all membership qualifications throughout their terms of office to avoid forfeiting membership.

Multiple Memberships

A person may not serve on more than one advisory or decision-making board or commission at a time unless specifically authorized by the Mayor and Board of Aldermen. However, an individual may serve on the board of a separate entity or an ad-hoc board, committee or commission even though that person maintains membership on an advisory or decision-making board or commission, provided that law does not otherwise prohibit such duplicate membership(s).

The Role of Your Aldermanic Liaison

The Board of Aldermen appoints one of its members to be liaison to each board or commission within city government. The Board liaison is a member of the board or commission and in some instances has a vote on matters before that board. The Board liaison is actively involved in the group's discussions.

The Board liaison provides a communication link between a board/commission and the Board of Aldermen. If a board/commission needs the Board's direction on matters of city policy, or if it needs a clarification of a stated Board policy on any matter, the Board liaison should be looked to first to relay that message to the Board of Aldermen. Likewise, if the Board of Aldermen has a specific project which it would like to have a board or commission undertake, the Board liaison would generally communicate that direction or a specific public policy to consider.

It is not unusual to have any Board of Aldermen member attend various board and commission meetings from time to time. Some members of the Board of Aldermen do this solely to become more familiar with board or commission members as well as the work of the group itself. Having the Mayor or an Alderman attend a meeting is just an expression of that person's interest in the work you are doing.

All liaison appointments are discussed, reviewed, and then voted upon by the Board of Aldermen.

The Role of Your Staff Liaison(s)

Most city boards or commissions have a city staff member assigned to them. Generally, this will be a department or division head in a department closely aligned with the activities of the board or commission. Unless a department is specifically designated by the ordinance establishing the board or commission, the City Manager selects department support. Generally, the department that supports your board or commission will be responsible for arranging meeting space, handling correspondence, arranging notices, and providing technical and administrative assistance to the board.

What You Need to Know

Attendance

Your attendance at board and commission meetings is critical. The Board of Aldermen realizes that occasionally business and family commitments will prevent you from attending. When this happens, use your best efforts to notify a staff liaison that you will not be in attendance. By doing this sufficiently in advance of the meeting, quorums can be projected, or agendas adjusted.

Sometimes a business or family situation becomes complicated, making attendance at meetings difficult with little likelihood of change for some time. If you experience such circumstances, discuss them with your board chairperson and Board of Aldermen liaison. The Board of Aldermen understands that these situations arise, and your potential need to step down from serving because of these eventualities does not preclude you from a future appointment to another city board or commission when your schedule might be more accommodating.

Media Communications

As an appointed member of a board or commission, you represent the City of Clayton. You should not actively engage members of the media on matters of City business.

All media communications for the City are routed through the Assistant to the City Manager within the City Manager's Office. If you are contacted by a reporter in relation to your role on a board or commission, you must contact the Assistant to the City Manager prior to making any statements.

Sunshine Law

All governmental entities, their boards and commissions, etc. are subject to the Missouri Sunshine law. The law, while somewhat complex, requires all meetings of boards or commissions to be open to the public. It also requires that meeting dates and times be posted at least 24 hours in advance, both at the meeting location and at City Hall.

Not only should the meeting itself be open to the public, but all discussions by members of the boards or commissions should be held in public and in such a fashion that the attending public can hear the deliberations. The public should be able to hear what is going on; although, depending upon the rules and procedures of a given board or commission, they do not necessarily have the right to participate in those discussions. Remember, that any meetings where board or commission issues will be discussed should take place at the usual meeting place (for instance City Hall). Meetings should not take place in an area where the public cannot freely listen to the proceedings. This is also true for subcommittee meetings where a quorum of members is present.

Please be aware that all email communications related to a board or commission are public records and subject to examination upon request. Email discussions between a quorum of members are considered meetings and should be avoided. To avoid discussing matters via email and running afoul of the Sunshine Law, emails should only provide information to other

members. It is good practice to begin emails to a board or commission with “As Information Only” or “Not for Discussion”.

The law does provide for closed meetings, but only for very specific subjects such as the purchase of real estate, discussion of a specific lawsuit, or the discussion of personnel matters. Except in very rare cases, these categories do not apply to city boards or commissions. If the board or commission has reason to believe that it needs a closed meeting under the Sunshine Law, the meeting should not be held until the matter is discussed with the City Clerk.

The Board of Aldermen believes very strongly that all boards and commissions have the responsibility not only to honor the letter of the Sunshine Law, but to honor the spirit of the law as well. Free and open communication is a part of our American system of government and has proved in Clayton to simply make better government.

Clayton’s meeting facilities are accessible to disabled board members and the disabled residents who desire to attend meetings. Clayton is committed to providing ADA access to all city facilities for persons who are disabled. The City urges all boards and commissions when having meetings outside of city facilities to use only facilities that are accessible.

Robert’s Rules of Order

Robert’s Rules of Order is the primary guide to parliamentary procedure. It is effective by providing an orderly way to conduct business and make decisions. It assures everyone gets to voice their opinion.

Making a motion is a six – step process:

1. Member makes a motion.
2. Another member seconds the motion.
3. The chair states the motion, formally putting it before the group.
4. The members discuss the motion.
5. The chair puts the question to a vote.
6. The chair announces the results of the vote.

Making Recommendations

When you and/or your fellow board or commission members want the City to consider policy changes, removals, or additions or take action on a specific matter, the board or commission must make an official recommendation to the Board of Aldermen.

To make an official recommendation, a motion with the specific recommendation for consideration must pass by majority of board or commission members present. Staff and your Board Liaison will then work together to place the item on a future agenda of the Board of Aldermen. At the time the recommendation is presented to the Board of Aldermen, it is helpful to send a representative from the board or commission to the meeting to answer any questions the Board of Aldermen may have about the recommendation.

The same process should be utilized for subcommittees of boards or commissions. The subcommittee should agree on a recommendation and present it to the board or commission

for consideration and discussion. Once the board or commission has discussed the recommendation, a member can make a motion with the specific recommendation and, if seconded, the Chair can call for a vote.



Please be aware that certain policies and procedures relating to the operations of the City are formulated and approved by the City Manager. In some instances, recommendations can be sent to the City Manager for consideration. The staff liaison will advise your board or commission when a matter being discussed is administrative rather than legislative in nature.

Agendas

The Chair of the board and commission works with the staff liaison to develop meeting agendas. Board and commission members can speak with the Chair to submit topics to help shape the agenda. Agendas must be posted at least 24 hours in advance of the public meeting.

Minutes

Minutes of board and commission meetings are very important and are permanent records. In some cases, the minutes play a legal role in reviews by other boards or commissions, the Board of Aldermen, or in some instances, higher courts. Mostly, meeting minutes are important in maintaining the city's archives and are required under city ordinances. Depending on the nature of the group's work, its available staff support, and the complexity of the minutes themselves, board or commission minutes may be kept by a court reporter, a staff secretary, a staff liaison, or by a committee-appointed recording secretary. In any case, minutes should be kept routinely, and the nature and extent of them should be discussed with the chairperson and staff liaison. Meeting minutes are permanent records of the City.

Conflict(s) of Interest

Conflict of interest questions arise periodically at all levels of government and can become very complex. Generally, a legal conflict of interest occurs when you, as a member of a board or commission, are slated to vote on a matter (1) involving your personal interest or a member of your family by blood or marriage; (2) involving a business owned in whole or in part by you or a member of your family by blood or marriage; or (3) when the outcome could be economically advantageous or disadvantageous to you or a member of your family or to a business owned in whole or in part by you or a member of your family. In such case, there is no question that you have a responsibility to disclose this information to the rest of the commission and to abstain from any discussion and physically remove yourself from the meeting room and vote on the matter.

In addition to those situations in which there is a conflict of interest, all members of boards and commissions must be aware of situations in which there is an **appearance of a conflict of**

interest. In some cases, a matter may be pending before the board or commission which will not benefit you or a member of your family in any way, but the public may perceive that a conflict exists. In some cases, an individual's alliance or allegiance to an organization, group or institution may leave doubt in the public's mind as to that member's ability to make an objective determination. Although there may not be any legal preemption from voting under such circumstances, prudence should prevail. You should seriously consider stepping down on that issue.

Openness is generally the best policy. When these issues arise, discuss them with the board chairperson or the City Manager. If you are in doubt, the safest course of action is to abstain from participating in any discussions on that issue. Abstention from an issue should include you physically leaving the room when the board or commission is meeting during the period the matter is discussed or acted upon.

In addition, you should refrain from making preliminary or follow-up business contacts based on any matter dealt with by your board or commission.