

## Bylaws of the Scottsdale Desert Discovery Center Phase III Feasibility Committee

### **Purpose of the Committee**

The Desert Discovery Center Phase III Feasibility Committee (the Committee) was established by Resolution No. 8540 to make recommendations to the City Council concerning 1) options for funding the Desert Discovery Center (DDC), 2) refinement of the DDC Phase II study, and 3) selection of a preferred business, operating, and management model for the DDC. The Committee shall make its recommendations to the City Council, and shall be dissolved without further action, unless otherwise directed by the City Council.

### **I. Organization**

#### **101. Establishment**

The DDC Phase III Feasibility Committee (“Committee”) shall be organized as provided in Resolution No. 8540. All members of the Committee are voting members.

#### **102. Elections**

The Committee Chair and Vice-Chair shall be elected annually at the first meeting of the Committee in the month of May. The Chair and Vice-Chair shall take office immediately upon completion of nomination and voting and shall serve for a term of one year. The Chair shall be elected first and the Vice-Chair immediately thereafter.

#### **103. Chair**

The Chair shall preside at all meetings of the Committee, decide all points of order or procedure, and perform any duties required by ordinance or these rules.

#### **104. Vice-Chair**

The Vice-Chair shall be the Acting Chair and shall perform all duties of the office whenever the Chair is absent.

#### **105. Absence of the Chair**

In the absence of the Chair, the Vice-Chair shall preside.

#### **106. Vacancy**

Should the office of the Chair be vacated, the Vice-Chair will succeed him/her for the remaining term of office. At the next Committee meeting, a new election will be held for the Vice-Chair’s office. Should the Vice-Chair’s office be vacated, a new election will be held at the next Committee meeting to elect a Vice-Chair.

### **107. Staff Liaison**

It shall be the duty of the Staff Liaison to conduct all official correspondence of the Committee; send out all approved Committee notices; publicly disseminate all agendas; be responsible for taking and distributing minutes; perform all the customary duties of the office; and perform any other such administrative duties as shall be reasonably requested by the Committee.

### **108. Legal Counsel**

The City Attorney, or designated representative, shall be the legal counsel for the Committee. Advice of counsel shall be received and entered into the minutes before disposition of any request, of any question of law, or matter requiring legal interpretations of advice.

## **II. Meetings**

### **201. Meetings**

Meetings of the Committee will be on the second Wednesday of each month. However, the precise schedule each month may vary. All meetings of the Committee shall be open to the public. Any action calling for a formal vote shall take place only at a public meeting. When it is determined between public meetings that a meeting should be canceled for lack of quorum or other reason, the Committee Chair may so cancel by posting notification of cancellation in as timely a manner as possible, and at least 24 hours prior to the scheduled meeting as required by the Open Meeting Law, at all the legal posting sites in the city of Scottsdale as determined by the City Council.

### **202. Special Meetings**

Special meetings for good cause may be held by the Committee, on call of its Chair or of a majority of its members. The manner of the call shall be noted in the minutes of the special meeting, and at least forty-eight (48) hours notice of the meeting shall be given to each member.

### **203. Open Meeting Laws**

All meetings of the Committee shall be conducted in accordance with the provisions of the Arizona Open Meetings Laws.

### **204. Quorum**

A quorum is necessary to hold a meeting and for the transaction of business. A quorum shall consist of at least three (3) members. The business of the Committee shall be transacted by the majority vote of the members present except as provided in Section 401. As per Roberts Rules of Order, members who abstain from voting, or who do not vote, will not be counted to determine the number of votes required to achieve a majority.

### **205. Member Attendance**

If any member of the Committee has been absent from three consecutive meetings or fifty percent of the regularly scheduled meetings during a calendar year, without good cause and prior notice to the staff or Chair, the Chair shall bring the matter before the City Council for review.

### **206. Conflict of Interest**

All members of the Committee shall comply with the State Conflict of Interest law, Title 38, Chapter 3, Article 8, Arizona Revised Statutes and City of Scottsdale Ethics code provisions.

### **207. Abstention**

Any member who may subjectively believe that participating in discussion or voting on items could give the appearance to the general public of a conflict of interest may voluntarily abstain from participation in such items.

### **208. Location of Meetings**

The location of meetings of the Committee shall be in a suitable location within Scottsdale, AZ at a site determined by the Committee Chair and posted in the office of the City Clerk.

### **209. Tie Vote**

If an agenda item receives a tie vote of the members present, the item is deemed to be denied. In the event of a tie vote, a member who voted in the negative may in the same meeting offer a motion to continue the item to a future meeting of the Committee.

### **210. Public Comment, Presentations, Time Limits**

Any member of the public, whether speaking on his/her own behalf or as a representative of an organization or group when addressing the Committee on any matter shall be limited to a three (3) minute presentation. The Chair may, upon a showing of good cause, suspend this rule to allow more time for comment on a particular matter or for a particular individual.

### **211. Robert's Rules of Order**

When any question of parliamentary procedure arises, it shall be decided on the basis of Robert's Rules of Order, unless otherwise specified in these rules of the Committee.

## **III. Official Records**

### **301. Definitions**

The official records shall include these rules and regulations, and the minutes of the Committee together with all findings, exhibits, correspondence, decisions, and other official actions or other items filed with or issued by the Committee

### **302. Minutes of Meeting**

The minutes shall show the vote of each member on every question on which the Committee is required to act, or if absent, failing to vote, and any statement any member may wish to make regarding their vote. The minutes shall reflect a summary of the general course of any discussion.

### **303. Public Record**

All of the records of the Committee shall be public records and shall be open to public inspection during customary working hours.

### **304. Agenda**

The agenda for all regularly scheduled meetings will be prepared at least twenty-four (24) hours prior to any meeting, and made available to the public. The agenda and public notice must be in accordance with all public open meeting laws.

## **IV. Rules and Amendments**

### **401. Amendment Procedure**

Amendments to these rules may be made by the Committee upon the affirmative vote of four members, provided any such amendment is proposed at a preceding meeting, or is submitted in writing at a prior regular meeting of the Board, and is noted in the minutes of such meeting. Amendments adopted as above shall become effective at the next regular meeting of the Committee.

### **402. Certified Copy**

A certified copy of these rules and any amendments thereto shall be placed on record in the offices of the City Clerk within ten (10) days of being adopted, and shall further be sent to the Mayor and the members of the City Council within twelve (12) days.

### **403. Interpretation and Conflict**

In the event that any Committee bylaws shall be at variance with any State statute or any ordinance or resolution of the City of Scottsdale, the statute, ordinance, or resolution shall prevail. These bylaws are intended only to supplement such ordinance and resolutions and may not amend, annul, or abrogate any ordinance or resolution of the City of Scottsdale.

Approved May 11, 2011