

2009 JUN 17 PM 4: 41

BY-LAWS OF THE SCOTTSDALE MCDOWELL SONORAN PRESERVE COMMISSION

I Purpose

The McDowell Sonoran Preserve Commission, with the assistance of city staff, makes recommendations to the City Council on such items as: preservation strategy, funding, land acquisition, educational/promotional programs, master planning and other Preserve-related issues. A full description of the Commission’s Purpose, Powers and Duties can be found in Chapter 21 of the Scottsdale City Code.

I ORGANIZATION

101. Elections

The Commission shall annually elect from their members a Chair and a Vice-Chair; the date for such election shall be set by the Commission each year. The term of office shall be one year.

102. Chair

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

103. Vice-Chair

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

104. Vacancy

Should the office of the Chair be vacated, the Vice-Chair will succeed him or her for the remaining term of office. At the next Commission 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 Commission meeting to elect a Vice-Chair.

105. Staff Liaison

It shall be the duty of the Staff Liaison to conduct all official correspondence of the Commission; send out all approved Commission 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 Commission.

106. Committees

The Commission may appoint such sub-committees as it feels necessary on any subject pertinent to the matters being heard by the Commission.

Prospective Members of the sub-committees may be nominated by any member of the MSPC and shall be approved by a majority vote of the MSPC. Members may or may not also be members of the MSPC, however no sub-committee shall be composed of a quorum of MSPC members and members of the MSPC shall not constitute a majority of the members of any sub-committee.

Each committee shall elect their own chair and vice chair as in section 101, however both the chair and vice chair must also be members of the MSPC. The chair, or vice chair in the absence of the chair, of each committee shall report on the activities of that committee to the MSPC at each meeting of the MSPC. Each committee shall conduct its business according to these bylaws unless otherwise specified.

II. MEETINGS

201. Regular Meetings

Regular meetings of the Commission are generally to be held on the first Thursday of each month at 5:00 p.m. When it is determined between public meetings that a meeting should be canceled for lack of quorum or other reason, the Commission 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 Commission on call of its Chair or of a majority of its members, which call shall be filed with the Staff Liaison, or as may be scheduled by a majority of the members at any previous meeting, or via a petition. The manner of the call shall be noted in the minutes of the special meeting and at least twenty-four (24) hours notice of the meeting shall be given to, and acknowledged by, each member. The Staff Liaison shall receive forty-eight (48) hours notice and shall post meeting notices twenty-four (24) hours before such meeting. Study sessions may be held before or after any regular or special meeting or at any other time on call of the Chair.

203. Executive Session

Executive sessions may be held before or after any regular or special meeting, or at any other time on call of the Chairman or by majority vote of the Commission, which shall be filed with the Staff Liaison. The Staff Liaison shall post meeting notices at least twenty-four (24) hours before any such meeting.

204. Open Meeting Laws

All meetings of the Commission and its committees shall be conducted in accordance with the provisions of the Arizona Open Meetings Laws.

205. Quorum

A quorum for any regular or special meeting shall consist of a majority of the current members of the Commission. No meeting of the Commission shall be conducted without a quorum of its members present. The business of the Commission shall be transacted by the majority vote of 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.

206. Proxy Voting

There shall be no proxy voting on the Commission or any of its Committees, nor can proxies be extended for the purpose of establishing a Quorum of the Commission or any of its Committees.

207. Absence of the Chairman and Vice-Chairman

In the absence of the Chairman and Vice-Chairman, the senior most Commission member present may convene and chair the meeting.

208. Location of Meetings

The location of meetings of the McDowell Sonoran Preserve Commission shall be in a suitable location within Scottsdale, Arizona, at a site, accessible by public transportation, determined by the Commission Chair and posted in the office of the City Clerk.

209. Member Attendance

If any member of the Commission shall be absent from four (4) consecutive meetings, or if a Commission member shall be absent from five (5) meetings within a six-month period, in the absence of exceptional circumstances, his/her office shall be vacated and a new member shall be appointed by the City Council. Any question regarding what constitutes an exceptional circumstance shall be decided by the Chair. The Chair or Staff Liaison shall notify the City Clerk's office of any vacancy. These rules shall apply to the sub committees as well, except for the method of appointment.

210. Public Comment, Presentations, Time Limitations

Any member of the public, whether speaking on his or her own behalf or as a representative of an organization or group when addressing the Commission on any matter shall be limited to a three (5) 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. Agenda Items

The Staff Liaison will place items on the agenda as directed by the Chairman with the assistance of city staff, or by a majority vote of the members of the Commission. Any commission member can submit items to the chair for inclusion into the agenda.

212. Conflict of Interest

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

213. Abstention

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

111. OFFICIAL RECORDS

301. Definitions

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

302. Recording of Vote

Minutes shall be kept for all meetings of the Commission and shall show the vote of each member on every question on which the Commission is required to act, or shall indicate absence or failure to vote, and show records of other official actions.

303. Public Record

All of the official records of the Commission shall be public records, filed with the City Clerk by the Commission Coordinator and open to public inspection during normal working hours.

IV. RULES AND AMENDMENTS

401. Amendment Procedure

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

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. Robert's Rules of Order

When any question of parliamentary procedure arises, Robert's Rules of Parliamentary Procedure should be used as the defining document.

404. Written Communications

All written communications to outside groups in representation of the McDowell Sonoran Preserve Commission shall be sent out over the signature of the Chair, or Vice-Chair if the chair is not available.

405. Interpretation and Conflict

In the event that any McDowell Sonoran Preserve Commission by-laws 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 by-laws 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.

Adopted May 7, 2009