

Town Of Nederland  
NEDERLAND DOWNTOWN DEVELOPMENT AUTHORITY  
NEDERLAND COMMUNITY CENTER 750 Hwy 72 Nederland, CO 80466  
Multi-Purpose Room  
January 21, 2015 @ 6:30 pm

## AGENDA

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A. CALL TO ORDER

B. ROLL CALL

C. PUBLIC COMMENT ON NON-AGENDA ITEMS (Speakers limited to 3 minutes)

D. CONSENT AGENDA

1. Approval of the meeting minutes from the December 17, 2014 meeting-Cindy Downing - Secretary
2. Approval of Warrants-Eva Forberger- Treasurer

E. INFORMATIONAL ITEMS

1. Treasurer's Report - Eva Forberger
2. Update on Business Events/Master Plan - Alex Armani-Munn
3. Update on Marketing and Tourism Grant projects - Alex Armani-Munn
4. Update on NedPeds Project
5. Building Codes in the Commercial District
6. Update on DCI Technical Assistance program.

F. ACTION ITEMS

G. DISCUSSION ITEMS

1. NDDA Sustainability Action Plan items
2. Rules of Procedure review and edit

H. OTHER BUSINESS

I. ADJOURNMENT

NEXT REGULAR MEETING:

February 18, 2015 Nederland Community Center Multi-Purpose Room

The NDDA Board encourages citizen participation. Public hearings and the "unscheduled citizens" agenda item allow an opportunity to address the Board. Discussion is limited to 3 minutes and please address your comments to the Board. Thank you for your cooperation.

The NDDA Board may take action on any item included on this agenda, regardless of the heading under which such item appears. Discussion items may become action items if the Board determines that deferring final action on an item to a subsequent meeting is unnecessary or unwarranted and that taking immediate action does not compromise any third-party's rights.

The NDDA Board of Trustees meeting packets and agendas are prepared on Friday before the Wednesday meetings and are available on the NDDA website, [www.nederlanddowntown.org](http://www.nederlanddowntown.org). Copies of the agendas and meeting packet are available at no cost via email from [cindydowning0@gmail.com](mailto:cindydowning0@gmail.com). The information is reviewed and studied by the Board members, eliminating lengthy discussions to gain basic understanding. Short discussion on agenda items does not reflect lack of thought or analysis.

Town Of Nederland  
NEDERLAND DOWNTOWN DEVELOPMENT  
AUTHORITY

NEDERLAND COMMUNITY CENTER 750 Hwy 72 Nederland, CO 80466  
Nederland Community Center Conference Room

December 17, 2014 @ 5:30 pm

DRAFT MEETING MINUTES

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A. CALL TO ORDER

Meeting was called to order at 5:31 pm

B. ROLL CALL

Present: Jeffrey Green, Amanda Kneer, Katrina Harms, Kevin Mueller, Peter Marshall

Susan Schneider arrived at 5:39 pm

Karina Luscher had an excused absence

Also Present: NDDA Treasurer Eva Forberger, Town Intern Alexander Armani-Munn

C. PUBLIC COMMENT ON NON-AGENDA ITEMS (Speakers limited to 3 minutes)

No public comments

D. CONSENT AGENDA

Approval of the meeting minutes from the November 19, 2014 meeting

Motion to approve the November 19 meeting minutes made by Amanda Kneer seconded by Jeffrey Green. Motion passed unanimously.

E. INFORMATIONAL ITEMS

No informational items

F. ACTION ITEMS

1. Approval of Phase 1 and 2 of the DCI Technical Assistance Proposal.

There was a proposal presented by the DCI via phone conference.

Kevin Mueller noticed DCI works with the Western Hardrock Watershed Team and said this is similar to what they could do in Nederland in regards to the mining aspect. Mueller would like to know how DCI feels Nederland could take advantage of that situation.

DCI response: The Western Hardrock Watershed Team has a whole team of AmeriCorps VISTA volunteers and DCI will send information to Nederland on how to apply.

Alexander Armani-Munn told the DCI he is interested in how they got the town of Victor to come together and overcome small town politics

Jeffrey Green is pro engaging the DCI and he feels it would help Nederland to not be so isolated. Green said Nederland needs help with implementing ideas, and the DCI will develop good relationships with people who can help the Town.

Peter Marshall is for this idea and excited that the DCI can help to access and coordinate ideas. Marshall also likes the idea of an outside pair of eyes looking in.

Kevin Mueller said this is a great resource and the DCI can help, but said the vision needs to be in line with Envision 2020. Mueller said Nederland has potential but they need to get the stakeholders involved, and involving people who have been politically distant would be a good thing.

Eva Forberger said a bond attorney would have to be hired to form a bond initiative.

Susan Schneider likes the idea of working with stakeholders who have problems with the DDA and the Town in general. She said someone from the outside may be able to find some points of common interest.

A motion to approve a budget of \$12,000 for phase 1 and 2 of the DCI Technical Assistance Proposal made by Susan Schneider seconded by Amanda Kneer. Motion passed unanimously.

## G. DISCUSSION ITEMS

Alexander Armani-Munn said the Nederland Police Chief will do a Bounced Check Program presentation. This is a program where businesses will get reimbursed for bounced checks. Alexander will email the Board more information about the presentation.

## I. ADJOURNMENT

Motion to adjourn made by Jeffrey Green seconded by Kevin Mueller. Meeting adjourned at 7:02 pm

NEXT REGULAR MEETING:

January 21, 2015 6:30 pm at the Nederland Community Center multipurpose room.

The NDDA Board encourages citizen participation. Public hearings and the "unscheduled citizens" agenda item allow an opportunity to address the Board. Discussion is limited to 3 minutes and please address your comments to the Board. Thank you for your cooperation. The NDDA Board may take action on any item included on this agenda, regardless of the heading under which such item appears.

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**Town of Nederland**  
**Council Approval Report**  
**(Council Approval Report)**

Vendor		InvoiceNumber	Date	Description	Due Date	Invoice Amt	Approved Amt	Account Number	Account Description	Budgeted \$	YTD Balance
<b>Downtown Development Fund</b>											
<b>213</b>	<b>Cindy Downing, PO Box 302, Nederland, CO, 80466</b>										
2014-12b	12/31/14	secretary services		01/10/15	\$344.00	\$344.00	70-75-5129	DDA Secretary Services	\$13,000.00	\$9,688.00	
						<b>\$344.00</b>					
<b>298</b>	<b>Peak to Peak Healthy Community Project, PO Box 668, Nederland, CO, 80466</b>										
2015-01	01/05/15	2015 Fireworks - DDA		01/15/15	\$1,000.00	\$1,000.00	70-75-5890	Goodwill	\$0.00	(\$1,000.00)	
						<b>\$1,000.00</b>					
<b>Total Downtown Development Fund</b>						<b>\$1,344.00</b>					
<b>Total Bills To Pay:</b>						<b>\$1,344.00</b>					



## MEMORANDUM

To: Nederland DDA  
From: Eva Forberger, Treasurer  
Date: January 15, 2015  
Re: Treasurer's Report

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Final figures are not yet ready for 2015. A final report will be available for your February meeting. The Town plans on rebidding for construction of NedPeds in February. At this time, however, we do not know if we received the additional grant funds from TAP/CDOT but we are optimistic.

I will be preparing another loan request of \$13,000 to go in front of the Board of Trustees at their February 3, 2015 meeting. The \$13,000 is to cover the costs of the Master Plan update which was budgeted in 2015.

AGENDA INFORMATION MEMORANDUM  
NEDERLAND DOWNTOWN DEVELOPMENT AUTHORITY  
MEETING DATE: 10/15/2014

INITIATED BY: Katrina Harms

INFORMATION: ACTION: OR DISCUSSION: X

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AGENDA ITEM: Review Sustainability Action Plan DDA items

SUMMARY: Part of the discussion at the BOT workshop with the DDA in February will include items in the Sustainability Action Plan that involve the DDA. These items are attached and we will review what the items are, where they came from and how we would potentially approach them.

RECOMMENDATIONS:

FINANCIAL CONSIDERATIONS:

None







**AGENDA INFORMATION MEMORANDUM**  
**NEDERLAND DOWNTOWN DEVELOPMENT AUTHORITY**  
**MEETING DATE: 10/15/2014**

INITIATED BY: Katrina Harms

INFORMATION:    ACTION:    OR DISCUSSION: X

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AGENDA ITEM: Review, update and approve the NDDA Rules of Procedure

SUMMARY: The Nederland Board of Trustees have adopted a set of Rules of Procedure that help not only the Trustees, but the public, in setting expectations in how meetings are conducted, how they treat each other and the public, and how they expect to be treated by the public.

The DDA Board could also adopt a Code of Conduct and Rules of Procedure, which would be posted on the Website and be a part of how we do business and should help keep meetings on track.

The attached Nederland BOT Rules and Code are a starting point for the DDA Board and have been highlighted by the secretary to indicate paragraphs and sections that may need to be changed or be deleted as they apply to the DDA. There may also be other sections that we can decide to edit or delete to fit our organization.

We should take some time to discuss, review and edit this document and make a point of reviewing it at least once a year and providing it to prospective board members as an example of how we work.

RECOMMENDATIONS: Review, edit and adopt a final version.

FINANCIAL CONSIDERATIONS:

None

# NEDERLAND DOWNTOWN DEVELOPMENT AUTHORITY RULES OF PROCEDURE

## RULE I PURPOSE

These Rules of Procedure are to govern the actions of Town of Nederland Downtown Development Authority in the conduct of its business and serve as a reference in resolving procedural issues. Upon taking office, all Members shall review and become familiar with the Rules of Procedure.

## RULE II CONDUCT OF DOWNTOWN DEVELOPMENT AUTHORITY MEETINGS

### A. Regular Meetings/Business Meetings/Work Sessions – Scheduling

1. Regular meetings of the Downtown Development Authority shall consist of “business meetings” and “study sessions” also known as "work sessions". As a general proposition, business meetings will be held at 6:30 pm. on the third Wednesday of each month and work sessions will be held as determined necessary and set by the Chair. Generally, all such meetings shall be held in the Multi-purpose Room at the Nederland Community Center.

2. **Business meetings** present the appropriate forum for formal Downtown Development Authority action. Business meetings shall also provide an opportunity for general public input and comment as well as scheduled public hearings. Proclamations, public recognitions and awards are appropriate to business meetings as are committee reports from Downtown Development Authority Members.

3. **Work sessions** will provide Downtown Development Authority with an opportunity to explore and discuss in detail matters that have been placed on the work session agenda. Members of the public, speakers, or persons (not including Town staff or consultants) presenting information to the Downtown Development Authority at work sessions shall be allowed to address the Downtown Development Authority only with the approval of the majority of the Downtown Development Authority present at the work session or as previously approved by the Chair or a majority of Downtown Development Authority present when setting the agenda for such sessions. Work sessions shall also be utilized to review and establish upcoming agendas for both work sessions and business meetings. No final action shall be taken at work sessions.

4. **Special meetings** may be either business meetings or work sessions. The Chair may call a special meeting on the request of the Chair or any two (2) Members of the

Downtown Development Authority with at least 48 hours written notice to each Member and the Town Administrator, served personally or left at such person's usual place of residence. Any Member may waive notice of the meeting, and a Member's presence shall constitute a waiver of notice of the meeting. No business may be conducted at a special meeting except that specifically provided for in the notice.

5. **Emergency meetings** may be called by the Chair or any two (2) Downtown Development Authority Members in the event of an emergency that requires the immediate action of the Downtown Development Authority in order to protect the public health, safety and welfare of the residents of the Town. Notice of such emergency meeting may be given to the Downtown Development Authority by telephone or whatever other means are reasonable to meet the circumstances of the emergency. At such emergency meeting, any action within the police power of the Downtown Development Authority that is necessary for the immediate protection of the public health, safety and welfare may be taken; provided, however, that any action taken at an emergency meeting shall be effective only until the first to occur of (a) the next regular meeting, or (b) the next special meeting of the Downtown Development Authority at which the emergency issue is on the public notice of the meeting. At such subsequent meeting, Downtown Development Authority may ratify any emergency action taken. If any emergency action taken is not ratified, then it shall be deemed rescinded.

## **B. Attendance at Downtown Development Authority Meetings**

1. It shall be the responsibility of each Board Member to contact the Chair as soon as it is known that such Member will not be in attendance at a meeting of the Downtown Development Authority. In the event a Board Member is not in attendance at a meeting, such absence shall be considered excused, unless any Board Member objects to the excusal of such absence. In the event of objection, the Downtown Development Authority shall determine by majority vote whether the absence is excused or unexcused. In the event a Board Member is absent for three (3) regular meetings in a two-year term, any absence thereafter shall be considered unexcused unless the Downtown Development Authority has previously approved the extended absences.

2. When a Member's absence from a meeting is declared unexcused by the Downtown Development Authority, at the next succeeding regular meeting attended by the unexcused Member, the Member may explain the reason for the subject absence and request that the Downtown Development Authority reconsider its determination. Such reconsideration may occur upon the concurrence of a majority of the Downtown Development Authority present.

3. More than three (3) unexcused absences within a two-year term may subject a Member to disciplinary action by a majority vote of the rest of the Board.

## **C. Attendance at Other Entity Meetings and Social Gatherings.**



1. The Town may be represented by its elected officials at meetings of other entities, including, without limitation, intergovernmental organizations, neighborhood organizations, business and service organizations, and other organizations or groups with whom the Town has a relationship.
2. Members may attend social gatherings or meetings of other groups without the public notice required by the Open Meetings Law, C.R.S. § 24-6-401, et seq., however public notice must occur when three or more Members attend and the meeting is convened to discuss public business.

#### **D. Downtown Development Authority Packets/Agenda Items**

1. Downtown Development Authority' agendas shall be posted to the Town of Nederland website, at Town Hall, The Downtown Development Authority Website, and at the Nederland Post Office at least two (2) days preceding the Downtown Development Authority business meeting or special meeting. Packets, containing the agenda and applicable documents, will be posted to website at least 24 hours in advance and usually on the Friday prior to the Wednesday regular meeting.

2. Members will be notified of the packet's posting via email. Each Member is responsible for thoroughly reviewing all material within the packet prior to the applicable meeting. If a Member has a question or issue for the Chair, the Members should attempt to contact the Chair, appropriate staff Member or attorney within a reasonable time prior to the meeting, when possible, so he/she may prepare a response or be prepared to respond.

3. Direction for preparation of an agenda item shall require at least a majority of Members present to direct staff to expend substantial time on any matter. The preparation of agenda items that require significant staff time, as determined by the Town Administrator, must be approved by a majority of the Members present. The Chair may set the order of the agenda. As standard procedure, agenda items should not be added or deleted after the agenda has been finalized by the Chair, but such may occur with the consent of the Chair and in accordance with applicable laws such as open meetings notice requirements.

4. The Chair may delegate to the secretary the preparation of the Downtown Development Authority agenda. The agenda may be modified by the Chair or Town within twenty-four (24) hours of a meeting or work session, subject to compliance with legal notice requirements and notice to Members (such as personal, written, telephonic and electronic communications). A Member may request the Chair or secretary to modify the agenda, subject to the discretion of the Chair or Administrator to comply with such request.

5. Items for inclusion on the agenda shall be submitted to the Secretary no later than six (6) days prior to a business meeting or work session.

6. Members of the public may petition the Chair to have an issue placed on the agenda by submitting a form available from the DDA secretary. Acceptance of such potential agenda item is at the discretion of the Chair.

## E. Chair's Duties

1. The Chair shall, at the designated date and time, call the Downtown Development Authority to order and upon ascertainment of a quorum proceed with business.

2. As the Downtown Development Authority Chair, the Chair is responsible for conducting the meeting in an orderly and democratic fashion, and

- a) Shall decide all questions of order, subject to a Member's right to appeal to the Downtown Development Authority as a whole;
- b) May speak to points of order in preference to other Members;
- c) May respond to from the podium;
- d) Shall appoint, where applicable, all advisory groups, such as committees and task forces, whether standing, joint or special, unless Nederland Municipal Code provides otherwise;
- e) May call a recess at any time during a meeting to determine a rule of order or at the request of a majority of the Downtown Development Authority or for the convenience of Members or staff.
- f) Ensure that all discussions are related to the topic at issue.
- g) Shall announce the result promptly upon completion of every vote.
- h) Shall sign all ordinances and resolutions passed by the Board Members.

### 3. Cancellation of Meetings

The Chair may cancel or reschedule any regular meeting with at least 48 hours notice to Members, except that at least one (1) regular meeting shall be held per month.

### 4. Removal for Disorderly Conduct.

In the event any person(s) interrupts the business of the Town Downtown Development Authority or causes a disorder, the Chair may require such person to cease such behavior and/or leave the Downtown Development Authority meeting room. Should such person fail to comply, the Chair may request a police officer be summoned and have such person removed.

5. In the absence or inability of the Chair to serve, the Vice Chair shall preside and have all powers and duties of the Chair.



## **F. Members' Duties**

1. In order for the Downtown Development Authority to conduct official business, either the Chair or the Vice Chair must be present to chair the meeting.
2. Members should be on time for all meetings and promptly return from any recess or break.

## **RULE III ORDER OF BUSINESS**

### **A. Business Meetings**

1. After the Chair's Call to Order, the Downtown Development Authority will generally consider business in the following order:

- a) Roll Call  
Following Roll Call, the Chair will announce whether a quorum is present.
- b) Public Comment on Non-Agenda Items
- c) Consent Agenda
- d) Information Items (Reports, Proclamations, Recognitions and Awards)
- e) Action Items
- f) Discussion Items (Discussion of future Action Item topics, without formal action taken)
- g) Other Business (New business, Updates to previous reports, etc.)
- h) Adjournment

2. At 8 p.m. if the regular meeting of the Downtown Development Authority has not adjourned, the Downtown Development Authority shall follow these procedures:

- a) All agenda items not previously considered shall be continued to an hour and day set by the Downtown Development Authority; or
- b) The Downtown Development Authority may vote for a thirty-minute extension of the proceedings, but may not continue for more than two (2) thirty-minute extensions.

3. Members should limit discussion of Other Business to a brief review of the matter. If a majority of Members request that formal action be taken, the matter shall be placed on the agenda for a future work session or business meeting. At such work session or business meeting, Members may discuss the specific details of the matter.

## **B. Work Sessions**

After the call to order, Downtown Development Authority will generally consider business in the following order:

1. Roll Call
2. Work Session Agenda Items
3. General Comments of Downtown Development Authority/Staff
4. Adjournment

## **C. Modification of Order of Business**

Unless an objection is raised by a Member, the Chair may proceed out of order or return to a matter previously considered. In case of objection, the agenda's order or reconsideration of a matter will not be changed unless approved by a majority of Downtown Development Authority present. A Member may move to consider an item out of order, with the approval of the Chair.

## **D. Quorum**

A quorum shall be a majority of the Members of the Downtown Development Authority in office at the time for the transaction of business at all Board meetings. In the absence of a quorum, a lesser number may adjourn any meeting to a later time or date, and in the absence of all Members, the Chair may adjourn any meeting for not longer than one (1) week. For meetings at which less than a quorum is in attendance, a majority of the Members present are authorized to send the Town Marshal or other person for the absent Members, as such majority of Members may agree.

## **F. Public Participation**

Regular Board meetings and study/work sessions are open to the public. At regular Board meetings, provision is made for public comment so interested individuals or spokespersons for various organizations may present their views directly to the Downtown Development Authority. The time limits for procedures in this section may be suspended for any agenda item by majority vote of the quorum present.

1. Members of the public shall have the opportunity to comment on certain matters before the Board. Each person shall first sign a public comment sheet listing his name, address, and identifying the issue on which he would like to comment. Public comment sign-up sheets shall be prepared by the Secretary and placed at the entrance to the Board chambers.



2. Public comment to the Downtown Development Authority on other than agenda items is scheduled at the beginning of each formal Board meeting and shall be scheduled for a total period not to exceed thirty (30) minutes without approval of a majority of the Board Members present.

3. The presiding officer will call each individual listed, who will have three (3) minutes to address the Downtown Development Authority. Individuals who have registered to comment on a subject may cede a portion or all of their time to another individual; however no individual may speak for more than six (6) minutes. All individuals or spokespersons desiring to address the Downtown Development Authority on any agenda item or other business must state name and general address before offering their comments.

4. Individuals who are not registered or have additional comments will be allowed one (1) minute to address the Downtown Development Authority on any item following the registered listing call.

5. All individuals shall observe proper decorum and avoid the use of abusive or profane language in the meeting room and when addressing the Downtown Development Authority. In the event that abusive or profane language is used or an individual otherwise disrupts the meeting, such individual may be removed from the meeting room by the Town Marshal.

6. Persons other than Members of the Downtown Development Authority and Town officers shall not be permitted to address the Downtown Development Authority except upon recognition by the presiding officer. If anyone other than a Town official desires to speak to a Member of the Downtown Development Authority while the Board is in session, the Member, if agreeable to the request and upon approval of the presiding officer, shall rise and retire to the rear of the Board chambers or elsewhere until the conversation is finished.

7. Unsigned communications shall not be introduced to the Downtown Development Authority.

#### **RULE IV RULES OF SPEAKING/DECORUM**

##### **A. Recognition**

1. No Member shall speak until such Member has addressed and/or been recognized by the Chair.

2. When recognized by the Chair, a Member's comments shall be confined to the question under debate, avoiding personalities and refraining from impugning the motives of any other Member's argument or vote. All discussion shall occur only upon recognition of the presiding officer.

3. When a Member is speaking, no other Member shall interrupt or conduct a private conversation.

## **B. Decorum**

1. All Members shall be familiar with and at all times abide by the *Nederland Downtown Development Authority' Code of Conduct*.

2. No Member may leave the meeting while a meeting is in progress without the request and permission of the Chair. In such event, the Chair may delay Downtown Development Authority action or proceed without the absent Member(s) unless the matter before Downtown Development Authority is quasi-judicial. Failure to obtain permission shall result in the Members accrual of an unexcused absence.

3. No Member shall engage in conversation or commit any other act tending to distract the attention of Downtown Development Authority from the business before it.

4. When speaking or debating, Members shall confine their remarks to the question under discussion or debate and shall not engage in discussion directed to personal matters or issues. Members shall respect the divergent opinions and comments of others and shall not engage in personal, verbal attacks or comments or behavior disrespectful of each other, staff, or other persons. All discussion shall occur only upon recognition of the presiding officer.

## **C. Right of Appeal**

Any Member may appeal to the Downtown Development Authority from a ruling of the presiding officer. If the appeal is seconded, said Member making the appeal may briefly state a reason for the same, and the presiding officer may briefly explain the basis for said officer's ruling; but there shall be no debate on the appeal and no other Member shall participate in the discussion. The presiding officer shall then put the question, "Shall the decision of the chair be sustained?" If a majority of the Members present vote "Yes," the ruling of the Chair is sustained; otherwise it is overruled.

## **D. Limitation of Debate**

No Member of the Downtown Development Authority shall be allowed to speak more than once upon any one (1) subject until every other Member choosing to speak shall have spoken, and no Member shall speak more than twice upon any one (1) subject, nor for a longer time than ten (10) minutes, without consensus of the Downtown Development Authority.

## **E. Conflict of Interest**

In the event that the Chair or a Board Member has a conflict of interest that requires disclosure pursuant to state law, such person shall disclose such interest, in writing or during a meeting, as soon as the conflict of interest is known. If the Chair or a Board Member has a conflict of interest which such person has not disclosed, such a conflict



may be addressed by any other Board Member, and the Downtown Development Authority may determine by a majority of those present that a conflict of the Chair or a Board Member exists. If the Chair or a Board Member has a conflict of interest, whether self-disclosed or determined by the Downtown Development Authority, such person shall abstain from voting on the issue. If the vote of a Member is necessary to obtain a quorum or otherwise enable the Downtown Development Authority to act, the Member may vote only after disclosure in the office of the Secretary of State as provided by state law.

## **F. Recesses**

1. In the Chair's sole discretion, the Chair may call a recess at any time during a formal Board meeting.
2. During a recess:
  - a) Board Members may discuss procedures for considering a particular substantive issue before them;
  - b) Three or more Board Members shall not convene and discuss substantive issues before them, including through electronic means;
  - c) Board Members shall not take formal votes, make final policy decisions or take any other formal action; and
  - c) No one shall be excluded from Downtown Development Authority discussions involving a sufficient number of Members to constitute a quorum.

## **RULE V VOTING**

### **A. Voting Generally**

1. Every Member, including the Chair, must vote unless: a) the matter concerns Members own conduct; b) Member has a conflict of interest, which, by applicable law, requires Member to abstain from voting. In those instances, the Member shall not participate in the discussion of the issue. The failure to vote when required to do so shall be considered an affirmative vote.

2. Votes may be taken either by voice vote or by roll call vote. A voice vote is achieved by asking those in favor of an item to indicate such as a group and then by asking those in opposition to an item to likewise indicate as a group. A roll call vote is achieved by having each board Member individually indicate his vote either in favor of or in opposition to the item. All votes are announced by the Chair with the assistance of the Secretary, if necessary.

3. Roll call votes are recorded in the minutes and indicate the names of the Board Members who voted in opposition. Any Downtown Development Authority Member may call for a roll call vote at any time.

4. The order of a roll call vote shall rotate with each vote taken.

5. All ordinances, resolutions and order for the appropriation of funds require an affirmative vote of a majority of the Board through a roll call vote. All other actions may be approved by a majority of those present. No votes may be taken unless a quorum is present.

6. In case of a tie vote on any motion, the motion shall be considered defeated. In the event an applicant/proponent is present for the matter in question, the Chair may, prior to calling for a vote, ask such individual whether, because an even number of Members are present, the applicant/proponent wishes to continue the matter until all Members of Downtown Development Authority are present. The decision of the applicant/proponent shall be determinative. In the event the applicant/proponent is not present, Members present shall decide whether to proceed on the item despite the presence of an even number of Members.

## **B. Voting Requirements**

Matters coming before the Downtown Development Authority shall be subject to the following voting requirements:



<u>Situation</u>	<u>Votes Required for Passage</u>
To pass any ordinance	Majority of the quorum present. A roll call vote is required.
To pass a resolution	Vote of three-fourths of all Members of the Board. A roll call vote is required.
To appoint officers	Majority of quorum present.
Motions/resolutions involving Town funds	Vote of a majority of all Members of the Board in office at the time. A roll call vote is required.
	Majority of quorum present. A roll call vote is required.

### **C. Making Motions**

Any Downtown Development Authority action, which requires a vote, must be preceded by a motion by a Member. All motions presented by any Member require a second. The Chair shall be entitled to participate in the discussion of motions, and may make or second a motion. Motions are generally introduced by voice. However, if the motion is long or involved, motions may be put into writing. Any Member may demand that a motion be put into writing.

### **D. Presentation and Disposition of Motions**

The following steps shall be taken for the presentation and disposition of motions:

1. The presiding officer recognizes a Board Member.
2. The Board Member proposes a motion.
3. Another Board Member seconds the motion.
4. The presiding officer may cause the motion to be restated.

5. The Board debates/discusses the motion (amendments to the motion or other substitute motions may be made during the debate/discussion).
6. At the conclusion of the debate/discussion, the presiding officer may cause the motion to be restated.
7. Vote is taken and the presiding officer announces the result of the vote.

## **E. Types of Motions**

The following motions are the most commonly used:

**1. Motion to amend:** A motion to amend may take the form of inserting, striking out or striking out and inserting words, sentences, or paragraphs. A motion to amend must be pertinent to the main motion. It is proper to make a motion to amend an amendment. Motions shall be discussed in the reverse order from which they were proposed.

A motion to amend an amendment shall be in order, but one to amend an amendment to an amendment shall not be heard unless otherwise agreed by the Member making the first amendment. An amendment modifying the intention of a motion shall be in order, but an amendment relating to a different matter shall not be in order.

**2. Motion to continue:** A motion to continue has the effect of moving an item to a future agenda. The motion shall include the date to which the item is being continued.

**3. Motion to lay on the table:** This motion is used to set aside an item currently under discussion for a more pressing matter. It is not used to “kill” an item. Once the more pressing matter has been disposed with, a motion to take from the table is in order. This motion shall be made at the same Board meeting or at the next Regular Board meeting.

**4. Motion to postpone to a definite time or indefinitely:** Approval of this motion effectively “kills” the item. If the motion fails, discussion on the motion and a vote can be had. All motions to postpone, excepting a motion to postpone indefinitely, may be amended as to time. If a motion to postpone indefinitely is carried, the principal questions shall be declared lost. Reconsideration of a Motion postponed indefinitely shall require the affirmative vote of a majority of the Board.

**5. Motion to move the previous question:** This motion is used to cut off debate and to bring an immediate vote on the pending motion. This motion cannot be made while a Board Member has the floor. The motion requires a second, cannot be debated, and requires a two-thirds vote to approve. A vote is first taken on the motion; if successful, debate is halted and a vote on the main motion is made. If the vote on the motion to move the previous question fails, debate on the main motion may continue.

**6. Motion to reconsider:** Any action taken by the Board may be reconsidered. A motion to reconsider must be made at the same meeting at which the action occurred or at the next following regular meeting. The motion must be made by a Board Member who voted on the prevailing side and he shall so state that in his motion. A vote is then taken on



the motion to reconsider. The passage of a motion to reconsider suspends all action on the original motion. The original question is then placed before the Board in the exact form it was in when previously adopted. Once the vote is taken and the results determined, no further reconsideration can be granted without unanimous consent of the Board.

In the event a contract has been signed by the Chair or other legal obligations made or entered into with Downtown Development Authority approval, a motion to reconsider may be made at any time before the final adoption.

In the event a quasi-judicial matter is to be reconsidered, the applicable notice requirements shall be followed and the reconsideration of the original question shall be postponed to a future business or special meeting. The notice shall inform the public when the original question is to be reconsidered. In the event the reason supporting the reconsideration motion is based upon new information or evidence, the Downtown Development Authority shall reopen the public hearing to take evidence on the narrow issue of the new information or evidence. In such circumstance, staff shall be directed to make a good faith effort to notify, in writing, all persons who testified at the original public hearing of the date and time for the continued public hearing.

In the absence of new or additional evidence or information, the Downtown Development Authority shall not reopen the public hearing for purposes of additional public testimony. The matter shall be scheduled for a future business or special meeting.

**7. Motion to refer:** If a Board Member believes more information is needed before a decision can be made, such Member may move to refer the item to a board or commission for further study. The motion should identify the board or commission as well as instructions regarding actions to be taken by that body and when a report should be made to the Board. This motion should not be used to receive further information from staff. In that case, a motion to continue should be made.

**8. Motion to adjourn:** A motion to adjourn shall be in order at any time, except as follows:

- a) When repeated without intervening business or discussion;
- b) When made as an interruption of a Member while speaking;
- c) When the previous question has been ordered; and
- d) While a vote is being taken.

A motion to adjourn is debatable only as to the time to which the meeting is adjourned.

## **F. Precedence of Motions**

When a main motion is before Downtown Development Authority, no subsidiary motion shall be entertained except: (a) to fix the hour of adjournment, (b) to adjourn, (c) to lay on the table, (d) for the previous question (which is essentially a demand that the vote be taken on the motion at hand), (e) to postpone to a certain day, (f) to refer, (g) to amend, and (h) to postpone indefinitely. These motions shall have precedence in the order indicated. Any such motion, except a motion to amend and a motion to postpone indefinitely, shall be put to vote without debate.

## **G. Withdrawal of Motion**

Any motion may be withdrawn by the mover with the consent of the Downtown Development Authority.

## **H. Division of Question**

If the question contains two or more divisible propositions, the Chair may divide the motion.

## **I. Motions Out of Order**

The Chair may at any time, unless overridden by a majority vote of the Member's present, permit a Member to introduce an ordinance, resolution, or motion out of the regular order of the agenda.

## **J. Procedure in Absence of Rule**

In the absence of a rule to govern a point of procedure, reference shall be to *Robert's Rules of Order*. The principles and provisions of *Robert's Rules of Order* shall apply only to the extent that they are appropriate to a governing assembly such as Downtown Development Authority, with consideration being given to the size of Downtown Development Authority, as well as its political and legal status.

# **RULE VI MISCELLANEOUS**

## **A. Confidentiality**

It shall be a conflict of interest and a violation of this policy for any Member of the Downtown Development Authority to disclose any confidences of the Town, any matter discussed in executive session, or any matter which is subject to the attorney-client privilege between the Town and the Town Attorney, unless a majority of the Downtown Development Authority determines that such disclosure should be made.



A decision to breach confidentiality, or to waive a privilege, such as the attorney-client privilege, shall only be made by Downtown Development Authority acting as a whole, whenever the confidentiality requirement or the privilege applies to the Town as a whole or to Downtown Development Authority as a whole. Any Member who individually breaches such confidentiality, or who purports to waive such a privilege will be considered to be acting outside the performance of Members authority, and will be subject to any consequential liability for such act.

## **B. Protest**

Any Downtown Development Authority Member shall have the right to express dissent from or protest against any ordinance or resolution of the Downtown Development Authority, and have the reason therefor entered upon the record. Such dissent or protest must be filed in writing, couched in respectful language, and presented to the Downtown Development Authority not later than the next regular meeting following the date of passage of the objectionable ordinance or resolution.

## **RULE VII PUBLIC HEARINGS**

### **A. General**

1. This Rule shall apply to all Town Boards conducting public hearings, including the Board of Trustees, the Planning Commission, and the Board of Zoning Adjustment.
2. All persons desiring to speak before a Town Board conducting a public hearing shall sign up to be heard prior to the hearing's commencement. All persons speaking before a Town Board at a public hearing shall provide their names and addresses.

## **RULE VIII AMENDMENT/SUSPENSION OF RULES**

### **A. Amendment of the Rules**

These rules may be amended or new rules adopted by a majority vote of all Members. Any such amendments shall be submitted in writing at a business meeting or work session preceding formal action to amend. The amendments shall be placed on the discussion agenda of a subsequent business meeting with a resolution. This requirement may be waived by unanimous consent with a recorded vote of all Members present.

### **B. Suspension of the Rules**

Any provision of these rules not governed by the Municipal Code may be temporarily suspended at any meeting of Downtown Development Authority by a majority vote of all Members. The vote on any such suspension shall be entered upon the record. When

making a motion to suspend the rules, the Member shall specify which rule or part of such rule being temporarily suspended and the purpose for which the rule is to be suspended.