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Clay County Clerks Office

**RESOLUTION
OF THE CLAY COUNTY COMMISSION
CLAY COUNTY, MISSOURI**

ATTEST A TRUE COPY
THOMAS M. BRANDON, CLERK
CLAY COUNTY COMMISSION
BY: Stacey Tingle
DEPUTY CLERK

2002-442

APPROVE BOARD AND COMMISSION GUIDELINES

BE IT HEREBY RESOLVED BY THE COUNTY COMMISSION OF CLAY COUNTY, MISSOURI THAT, this Commission hereby approves and adopts the attached Boards and Commissions Guidelines and By Laws.

ADOPTED BY THE COUNTY COMMISSION OF CLAY COUNTY, MISSOURI, THIS 9 DAY OF Dec., 2002.

APPROVED AS TO FORM AND LEGALITY:

David D. Roberts
COUNTY COUNSELOR

[Signature]
PRESIDING COMMISSIONER

ATTEST:

Pamela S. Mason
COUNTY CLERK

Tom Brown
WESTERN COMMISSIONER

BY: R. Tingle

Craig F. Oltz
EASTERN COMMISSIONER

CLAY COUNTY, MISSOURI

BOARD AND COMMISSION

GUIDELINES

**A SUMMARY OF DUTIES
AND RESPONSIBILITIES**

**CLAY COUNTY, MISSOURI
ADMINISTRATION BUILDING
COURTHOUSE SQUARE
LIBERTY, MISSOURI 64068
(816) 792-7600**

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YOUR ROLE AS A BOARD OR COMMISSION MEMBER

Boards and Commissions in Clay County have a long history, and have formed an integral and important part of county government. Residents, such as you, who serve on a board or commission, dedicate many hours a month to make Clay County government reflective of the attitudes and beliefs of all residents.

All board and commission members are appointed by the County Commission. In many cases, a resident may express to a County Commissioner a desire to serve on a county 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 interest in serving. In any event, the County Commission 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 Clay County community. The County Commission receives important advisory information from the boards and commissions, but retains the ultimate decision making authority of the County. Boards may not negotiate or make contracts on behalf of the County.

Regardless of which board or commission you serve on, you play an important part of Clay County's government. Without your help, Clay County could not be the quality community it is today.

RESPONSIBILITIES OF THE BOARDS AND COMMISSIONS

The responsibilities of boards and commission are the following:

- 1) To make every effort to determine public sentiment on major public issues in their respective fields;
- 2) To hold official hearings as required by law or requested by the County Commission;
- 3) To advise and recommend on County policies and procedures related to their respective fields;
- 4) To support and follow all County policies established by the County Commission and to establish needed interim policies in the absence of the same;
- 5) To provide information and promote good public relations between the county and the general public; and
- 6) To perform other related functions as may be assigned by the County Commission.

ROLE OF STAFF LIAISON

Most county boards or commissions have a county staff member assigned to them. Generally, this will be a department head in a department closely aligned with the activities of the particular board or commission. Unless a department is specifically designated by the ordinance establishing the board or commission, the County Administrator 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 limited technical and limited secretarial assistance to the board or commission.

THE MISSOURI SUNSHINE LAW

All governmental entities, their boards and commissions are subject to the Missouri Sunshine Law. The law requires all meetings of boards or commissions be open to the public. It also requires that meeting dates and times be posted at the County Clerk's office. The County Clerk is to be given the agenda at least twenty-four hours in advance so that it can be properly posted.

The law does provide for closed meetings, but only for very specific subjects. Except in very rare cases, these categories do not apply to county boards or commissions. If the board or commission has a 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 County Administrator.

It is the opinion of the Clay County Commissioners 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 has proven to simply make a better government.

AGENDA

The meeting agenda is prepared by the chairperson and staff liaison and must be posted at the County Clerk's office at least twenty-four (24) hours prior to the meeting. All items to appear in the commission or board agenda should be received, in writing, by the chairperson of the commission at least five days prior to the scheduled date of the commission or board meeting. **ACTION IS NOT TO BE TAKEN ON ANY BUSINESS ITEM NOT ON THE POSTED AGENDA.**

MINUTES

Minutes of board and commission meetings are very important. In some cases, the minutes play a legal role in reviews by other boards or commissions, the County Commission or the Circuit Court. Mostly, meeting minutes are important in maintaining the County's archives. Depending on the nature of the board or commission's work, its available staff support and the complexity of the minutes themselves, board or commission minutes may be kept by 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 ATTENDANCE

A majority of members of a board or commission constitutes a quorum, which is essential for the conduct of a meeting. Each member is expected to attend every meeting. Attendance is important to the effective functioning of boards and commission. A member who will be absent must notify the chairperson in advance of the meeting.

ACTION/POWERS

Boards should act as a group or body. Individual Board members should not act outside of Board meetings. A majority vote of the quorum membership of a board or commission is necessary in order for it to take action. All members present shall vote on every question presented unless there is a conflict interest. Under no circumstances is any member to take any action or make any statement committing the commission or board as a whole unless given authority to do so by vote of the commission or board.

CONFLICT 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 the board or commission, are slated to vote on a matter which involves you or a member of your family by blood or marriage; involves a business owned in whole or part by you or a member of your family by blood or marriage; or when the outcome could be economically advantageous 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 board or commission and to abstain from any discussion 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 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 general 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.

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

COUNTY ATTORNEY'S OFFICE

The County Attorney's office is available to all boards and commissions. Calling or meeting with the County Attorney is normally coordinated through the County Administrator. This assists in obtaining the most efficient use of legal services and to control legal cost. With few exceptions, an attorney does not attend board or commission meetings. However, when legal questions arise and the need to confer with the County Attorney presents itself, generally the matter should be deferred and the staff liaison can arrange the attorney's involvement. Use of attorneys outside this procedure is prohibited.

TRAVEL ON COUNTY BUSINESS

Board and commission members may not travel on county business in their capacity as commissioners or board members without prior authorization of the County Commission. Expenses for travel on county business when on official duty by the order of the County Commission may be reimbursed. A Travel Request form must be completed and returned to the County Auditor. All who travel on county business shall be required to comply with the county's travel policy.

STANDARD BY-LAWS

The County Commission has approved the use of the attached By-Laws by all non-statutory (advisory) County boards and commissions. These By-Laws serve as the basis for the procedural operation of boards and commissions. Boards and commissions do not have the authority to operate under By-Laws other than the approved By-Laws attached hereto.

BY-LAWS

OF

NAME OF BOARD OR COMMISSION

ARTICLE I

CREATION OF BOARD/COMMISSION

The Clay County _____ Board/Commission was created by and through Resolution/Ordinance _____ of the Clay County Commission and shall have such duties and powers set forth therein. These by-laws shall be adopted by said Board/Commission and shall replace and supercede any pre-existing By-Laws adopted by said Board/Commission. The Clay County Commission reserves the right to make amendments and revisions to these By-Laws from time to time, and such amendments and revisions shall be binding upon said Board/Commission. Each Board/Commission shall have the right to request particular modifications to these By-Laws to suit its specific situation, but said modifications shall only be effective upon specific written prior approval by the Clay County Commission.

ARTICLE II

MEETINGS AND PROCEDURES

Section 1. Place of Meeting. Any meeting of the Board/Commission shall be held at the Clay County Administration Building, Liberty, Missouri, or as such other place designated in advance by the Board/Commission.

Section 2. Meetings. Such meetings may be held upon a schedule to be adopted by the Board/Commission. Special meetings of the Board/Commission may be called at any time (with

no less than 24 hours notice, and notice being given pursuant to the Missouri Sunshine Law) by the Chairperson. An Agenda for each meeting shall be prepared in advance by the Secretary.

Section 3. Quorum. A majority of the members shall constitute a quorum at a meeting of the Board/Commission, and the act of the majority of such quorum present at such meeting shall be the act of the Board/Commission. If there is less than a quorum of the members represented at such meeting, a majority of the attending members may adjourn the meeting from time to time without further notice, to a specified date no longer than 30 days after such adjournment. If a quorum shall be present or represented at such later meeting, any business may be transacted which might have been transacted at the meeting as originally called. Under exigent circumstances, which shall be stated in the minutes, members may "attend" and participate in a meeting by telephone. However, all provisions of these by-laws, as well as the Missouri Sunshine Law must be met and complied with under such circumstances.

Section 4. Notice of Meetings. Notice of any meeting shall be in writing, and shall be given in accordance with the Missouri Sunshine Law.

Section 5. Voting. Each member shall have one vote. In the case of a tie, the Chairperson's vote shall break the tie.

ARTICLE III

MEMBERS

Section 1. Number, Duration, and Vacancies. The number of members of the Board/Commission and their terms shall be designated by the Clay County Commission. The Clay County Commission may abolish the Board/Commission at any time, with or without notice. Upon abolition of the Board/Commission, the terms of each member shall terminate. At the first meeting of the Board/Commission, the members shall elect a Chairperson to act until

his/her replacement is appointed by the County Commission. Each member shall hold office for the term for which he/she is appointed or until his/her successor shall have been appointed.

Section 2. Compensation. Members shall not receive any compensation for their services to the Board/Commission.

Section 3. Acts of Members. Members shall have no power to act individually on behalf of the Board/Commission. Actions of individual Members may not and shall not bind the Board/Commission or the County in any manner.

Section 4. Removal of Members. Members may be removed from the Board/Commission upon a majority vote of the Clay County Commission on any of the following grounds:

1. Failure to attend five consecutive meetings, without good cause;
2. Conduct prejudicial to the good order and efficient operation of the Board/Commission or prejudicial to the furtherance of its appointed its responsibilities and duties; or
3. Neglect of duty.

ARTICLE IV

— COMMITTEES

Section 1. Committees. Committees of two or more Members may be created by a majority vote of the Board/Commission to serve at the pleasure of the Board/Commission, and one of such Members may be designated to act as Chairperson thereof. Such committees shall have such duties and perform such functions as may be assigned to them by the Board/Commission. Committees shall operate in accordance with the Missouri Sunshine Law. Committees shall keep a record of its activities and report to the Board/Commission on a regular basis.

ARTICLE V

OFFICERS

Section 1. Officers. Officers of the Board/Commission shall be the Chairperson, Vice-Chairperson, a Secretary, and a Treasurer. Any two or more offices may be held by the same person except the offices of Chairperson and Secretary.

Section 2. Election and Term. The Chairperson, Vice-Chairperson, and Secretary shall be elected at the first meeting of the Board/Commission and shall hold office at the pleasure of the Board/Commission until their successors are elected.

Section 3. Removal. Any officer elected by the Board/Commission may be removed from that office at any time by a vote of the majority of the entire Board/Commission.

Section 4. Vacancies. A vacancy in any officer caused by death, resignation, removal, or otherwise, may be filled by the County Commission for the unexpired term.

ARTICLE VI

DUTIES OF OFFICERS

Section 1. The Chairperson. The Chairperson shall supervise and control the business and affairs of the Board/Commission, subject to the authority hereinabove given to the Board/Commission and shall preside at all meetings of the Board/Commission. The Chairperson, or his/her designee shall appear, when requested, to report the status of Board/Commission's work to the Clay County Commission.

Section 2. The Vice-Chairperson. The Vice-Chairperson shall perform the duties and exercise the powers delegated to him by the Board/Commission or the Chairperson of the

Board/Commission. In the absence of the Chairperson, the Vice-Chairperson may perform the duties and exercise the powers of the Chairperson.

Section 3. The Secretary. The Secretary shall attend all meetings of the Board/Commission, and shall record votes and keep minutes of such meetings in one or more books provided for that purpose. The Secretary shall give all notices in the manner required by the By-Laws of the Board/Commission or by law. The Secretary shall, in general, perform all duties incident to the office of Secretary and perform such other duties as may be required by the Board/Commission, or Chairperson, under whose supervision the Secretary shall be. If the Secretary is absent from any meeting, the Board/Commission may select any of their number to act as temporary Secretary.