

RESOLUTION 2016-01

A RESOLUTION OF THE MAYOR AND COUNCIL OF THE TOWN OF FOUNTAIN HILLS, ARIZONA, ESTABLISHING THE FOUNTAIN HILLS SISTER CITIES ADVISORY COMMISSION AND ADOPTING BYLAWS FOR ITS GOVERNANCE.

WHEREAS, the Mayor and Council of the Town of Fountain Hills (the “Town Council”) has determined that it is in the best interests of the citizens of the Town of Fountain Hills (the “Town”) to establish the Fountain Hills Sister Cities Advisory Commission (the “Commission”) to act in an advisory capacity in support of the Fountain Hills Sister Cities Corporation in developing and promoting municipal partnerships between the Town and other similar jurisdictions in other nations; and

WHEREAS, the Town Council has deemed the Commission necessary to assist with the operation of the Town’s Sister Cities program; and

WHEREAS, the Town Council now desires to adopt the Bylaws for the Commission.

NOW, THEREFORE, BE IT RESOLVED BY THE MAYOR AND COUNCIL OF THE TOWN OF FOUNTAIN HILLS, ARIZONA, as follows:

SECTION 1. The recitals above are hereby incorporated as if fully set forth herein.

SECTION 2. The Fountain Hills Sister Cities Advisory Commission is hereby established as a regularly-scheduled commission pursuant to Subsection 9.1(A) of the Town Council Rules of Procedure, Amended and Restated February 6, 2014.

SECTION 3. The Bylaws for the Fountain Hills Sister Cities Advisory Commission are hereby approved in substantially the form and substance attached hereto as Exhibit A and incorporated herein by reference.

SECTION 4. The Mayor, the Town Manager, the Town Clerk and the Town Attorney are hereby authorized and directed take all steps necessary to carry out the purpose and intent of this Resolution.

[SIGNATURES ON FOLLOWING PAGE]

PASSED AND ADOPTED by the Mayor and Council of the Town of Fountain Hills, Arizona, January 21, 2016.

FOR THE TOWN OF FOUNTAIN HILLS:

ATTESTED TO:



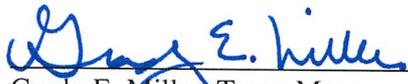
Linda M. Kavanagh, Mayor



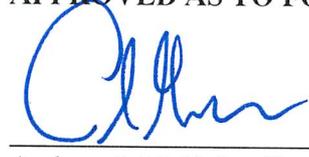
Bevelyn J. Bender, Town Clerk

REVIEWED BY:

APPROVED AS TO FORM:



Grady E. Miller, Town Manager



Andrew J. McGuire, Town Attorney

EXHIBIT A
TO
RESOLUTION 2016-01

[Bylaws]

See following pages.

BYLAWS
FOUNTAIN HILLS SISTER CITIES ADVISORY COMMISSION
TOWN OF FOUNTAIN HILLS, ARIZONA

1. **Creation; Purpose.**

- 1.1 **Creation.** There is hereby created, constituted and established a Fountain Hills Sister Cities Advisory Commission (the “Commission”).
- 1.2 **Purpose.** The Commission is formed to act in an advisory capacity in support of the Fountain Hills Sister Cities Corporation in developing and promoting municipal partnerships between the Town of Fountain Hills (the “Town”) and other similar jurisdictions in other nations. The Commission shall work to:
- A. Adhere to the Mission of Sister Cities International to promote peace through mutual respect, understanding and cooperation – one individual, one community at a time.
 - B. Provide opportunities for Town officials and citizens of Fountain Hills to experience and explore other cultures through long-term community partnerships.
 - C. Create an atmosphere in which economic and community development between the Town and other similar jurisdictions can be implemented and strengthened.
 - D. Stimulate environments through which communities will creatively learn, work and solve problems through reciprocal cultural, educational, municipal, business, professional and technical exchanges and projects.
 - E. Collaborate with organizations in the United States and other countries that share similar goals.
- 1.3 **Classification.** Pursuant to Subsection 9.1(A) of the Town Council Rules of Procedure, Amended and Restated February 6, 2014 (the “Council Rules”), the Commission is classified as “regularly scheduled.”

2. **Members & Appointments.**

- 2.1 **Number of Members.** The Commission shall be composed of seven members. Three members shall be officers or board members from the Fountain Hills Sister Cities Corporation.

- 2.2 Appointments. Appointments to the Commission shall be made by the Mayor with the approval of the Town Council, from residents of the Town who meet the minimum qualifications as outlined in the most recent edition of the Council Rules.
- 2.3 Filling of Vacancies. Any vacancy on the Commission shall remain vacant until a new member is appointed by the Mayor and approved by the Town Council to fill the unexpired portion of the vacant term. In cases of a vacancy due to the expiration of a member's term, the member shall remain seated until a successor is appointed and qualified.
- 2.4 Term. Unless appointed to fill a vacancy mid-term, each member's term of office shall be three years.
- 2.5 Attendance. All members are required to attend all Commission meetings unless excused by the Chairperson, with the concurrence of the Commission. Three successive unexcused or unexplained absences from any regular or special meeting shall be deemed a vacancy as outlined in the Council Rules.
- 2.6 Removal. Any member may be removed as set forth in the Council Rules.

3. **Powers and Duties of the Commission.**

- 3.1 City Recommendations. Recommend the selection of cities to the Town Council for the development of municipal partnerships.
- 3.2 Co-Hosting. Assist the Fountain Hills Sister Cities Corporation in hosting receptions and events for visiting delegations and officials from current or prospective sister cities.
- 3.3 Programs. Recommend to the Town Council events, opportunities, programs and projects to develop a community partnership with designated sister cities and to provide a forum for citizens to experience such community partnerships.
- 3.4 Guidelines. Recommend to the Town Council guidelines for reciprocal cultural, educational, municipal, business, professional and technical exchanges and projects with designated sister cities.
- 3.5 Collaboration. Recommend to the Town Council agreements with other governmental and non-governmental organizations to collaborate on promoting cultural understanding and stimulating economic development.
- 3.6 Council-Directed Duties. Such other powers and duties not inconsistent with these Bylaws as may be directed by the Town Council.

4. **Commission Officers and Staff.**

- 4.1 **Organization.** At the first regularly-scheduled Commission meeting of each calendar year, the Commission shall elect a Chairperson and Vice-Chairperson from among the members. The term of the Chairperson and Vice-Chairperson shall be for one year. Any member serving as Chairperson or Vice-Chairperson shall be eligible for re-election; provided, however, that each member may serve no more than two consecutive terms for that specific office.
- 4.2 **Duties of the Chairperson and Vice-Chairperson.** The Chairperson shall (A) preside at all Commission meetings, (B) decide all points of order and procedure, (C) appoint work groups if necessary and coordinate the work of the work groups, (D) serve as a representative of the Commission to other governmental units on such matters as have been approved and designated by the Commission and (E) perform any duties as required by law, ordinance or these Bylaws. The Chairperson shall have the right to make motions, second motions and vote on all matters before the Commission. The Vice-Chairperson shall act as an aid to the Chairperson and shall perform the duties of the Chairperson in his or her absence or inability to serve. In the absence of the Chairperson and Vice-Chairperson, the Town Staff Liaison shall call the meeting to order and a simple majority of the members then present shall select an acting Chairperson for the meeting. If the Commission members present are unable to select an acting Chairperson, the meeting shall be automatically adjourned and all agenda items shall be carried over to the next Commission meeting.
- 4.3 **Order of Filling Officer Vacancies.** The Vice-Chairperson shall fill a vacancy in the office of the Chairperson. A vacancy in the office of Vice-Chairperson shall be filled by a Commission member by majority vote of the Commission at the next meeting where a quorum of the Commission is present.
- 4.4 **Officer Removal.** The Chairperson or Vice-Chairperson may be removed from office at any time at a meeting of the members by an affirmative vote of a three-fourths majority of the total members of the Commission, who must be present to vote.
- 4.5 **Town Staff Liaison.** The Town Manager may designate a department or staff member of the Town to furnish support to the Commission, as requested or required, to advise and furnish professional and technical advice, and to maintain meeting minutes and ensure compliance with the Arizona Open Meeting Law.

5. **Commission Meetings.**

- 5.1 **Frequency.** Commission meetings shall be held at least quarterly at the Town Hall Council Chambers, Fountain Hills, Arizona.

- 5.2 Additional Commission Meetings. Additional Commission meetings may be held on the call of the Chairperson or the request of two or more members. Notice of such meetings shall be given to all the members by telephone, email or personal delivery or by verbal comment during a regular meeting. All notices shall be given, and an agenda shall be posted according to applicable law, at least 24 hours before the meeting.
- 5.3 Participation by the Public. Commission meetings shall be open to the public. For any matter under consideration, any person may submit written comments and, if attending in person, may fill out a speaker card and speak to the issue upon being recognized by the Chairperson and stating his or her name and, if applicable, the names of any person or organization on whose behalf he or she is appearing.
- 5.4 Quorum. A Commission meeting where a majority of its members are present shall constitute a quorum. A majority vote of those members present shall be required to take official action. No action shall be taken at any meeting in absence of a quorum, except to adjourn the meeting to a subsequent date.
- 5.5 Agenda. In accordance with the Arizona Open Meeting Law, the agenda shall be prepared by the Town Staff Liaison, reviewed by the Chairperson, and posted no less than 24 hours before the Commission meeting.
- 5.6 Minutes. Minutes of the proceedings shall be retained and filed with the Town Clerk or authorized designee who will, in turn, file and post the minutes according to applicable law.
- 5.7 Open Meeting Law. The Commission is subject to the Arizona Open Meeting Law.

6. **Special Committees.**

The Commission may create special committees for specific purposes. Such committees shall be subject to the provisions of the Arizona Open Meeting Law. Any special committee created by the Commission shall automatically dissolve when its work is done and after the Commission has accepted its final report.

7. **Amendments.**

By the affirmative vote of a two-thirds majority of all the members of the Commission, the members may recommend amendments to these Bylaws to the Town Council for its approval.

8. **Legal Counsel.**

The Commission may request through the Town Staff Liaison that the Town Attorney, or authorized designee, provide legal advice and rulings on points of order, procedure or other matters related to the Commission's duties.

9. **Administration.**

9.1 The Town Council may budget such funds as it deems appropriate in its sole and absolute discretion for the activities of the Commission through the annual appropriations process.

9.2 Funds received as donations shall be accounted for in accordance with the Town's Financial Policies and Procedures.

9.3 All expenditures in excess of \$5,000.00 shall be approved by the Town Manager.

9.4 All expenditures shall follow the Town's Procurement Policies and Procedures.