WESTERVILLE CITY COUNCIL BYLAWS

APPROVED MAY 20, 2025 – RESOLUTION NO. 2025-05

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SECTION 1: ADOPTION, APPLICATION, AMENDMENT, AND DEFINITIONS

A. ADOPTION OF BYLAWS: Pursuant to Article III, Section 3, of the Westerville City Charter, we the members of the Westerville City Council adopt these Bylaws and agree to subscribe to them and conduct all Regular and Special Meetings in accordance with them.

B. APPLICATION OF BYLAWS: Except as otherwise provided by law or the Charter, the proceedings of Council shall be governed by these Bylaws. All persons seeking to participate in Council meetings will be bound by these Bylaws.

C. AMENDMENT OF THE BYLAWS: These Bylaws may only be amended by a vote of a Majority of Council at a Regular Meeting. The proposition to make amendment of these Bylaws shall be in the form of a Resolution, which shall be submitted in writing to the Chair and read to Council at a meeting preceding the one at which it is acted upon.

D. PROVISION & PUBLICATION OF BYLAWS: Copies of these Bylaws shall be posted on the City's Website and provided free of charge upon request of the Clerk of Council.

E. DEFINITIONS:

1) "Additional Business" means the time for Council Members to discuss priorities, future plans, projects, procedural matters, propose legislation, and provide direction to the City Manager. The City Manager may schedule a presentation on an issue of interest to Council during Additional Business. No action may be taken during Additional Business, but items may be placed on a subsequent agenda in accordance with these Bylaws.

2) "Annual Meeting Schedule" means the annual meeting schedule adopted by Council.

3) "Charter" means the Charter of the City of Westerville as amended from time to time.

4) "City" means the City of Westerville.

5) "City Manager" means the person appointed by Council pursuant to Article IV, Section 1 of the Charter.

6) "Chair" and "Vice-Chair" mean the individuals elected by Council pursuant to Article III, Section 4 of the Charter and these Bylaws.

7) "Charter" means the Westerville City Charter.

8) "City's Social Media" means any website or application maintained by the City where Notices and information relating to activities of Council and the City are regularly posted, including, but not limited to, Facebook, YouTube, Instagram, X (formerly known as "Twitter"), LinkedIn, and Vimeo.

9) "City's Website" means the website maintained by the City, currently https://www.westerville.org/.

10) "Clerk of Council" means the person appointed by Council pursuant to Article III, Section 10 of the Charter, or the Clerk of Council's designee.

11) "Codified Ordinances" mean the Codified Ordinances of the City of Westerville, as amended from time to time.

12) "Committee of Council" and "Committee" mean the committees identified in Section 3 of these Bylaws.

13) "Committee Member" means a member of a Committee.

14) "Community Events" mean events that were not scheduled by Council, where Council Member attendance is optional, and where there is no agenda, no formalities, and the event is open to members of the public.

15) "Council" means the Members duly serving on Westerville City Council pursuant to Article III of the Charter.

16) "Council Chambers" means the place where Council has scheduled a Meeting in accordance with these Bylaws.

17) "Council Comments" means the time for Council Members to report on their activities, including but not limited to attendance at community events, conferences, announcements regarding items of public interest, and to express their own personal opinions on any matter.

18) "Council Member" and "Member" mean an individual member of Council.

19) "Executive Session" means the portion of a Meeting from which the public can be excluded pursuant to Ohio Revised Code ("R.C.") 121.22.

20) "Legislative Session" means a Meeting of Council where legislative action can be taken in accordance with Article III, Section 13 of the Charter.

21) "Mayor" and "Vice-Mayor" mean the individuals elected by Council pursuant to Article III, Section 5 of the Charter and these Bylaws.

22) "Majority" means four (4) Members of Council.

23) "Meeting" means any meeting of Council scheduled and conducted pursuant to law and these Bylaws.

24) "Motion" means a proposal for Council to take a certain action or a specific question, which is not general or permanent.

25) "Notice" means notification in writing, mailed, e-mailed, posted to the City's Website or City's Social Media as prescribed by these Bylaws, or by any other means permitted by law or these Bylaws.

26) "Ordinance" means the formal written enactment of Council in the exercise of a governmental power vested in the City by the City Charter or Codified Ordinances for the general regulation of the conduct of citizens of the City or others subject to its control and intended to be of permanent duration.

27) "Quorum" means a Majority of Council Members.

28) "Regular Meeting" means Meetings of Council including Legislative Sessions and Work Sessions which are scheduled by Council through the adoption of its Annual Meeting Schedule or otherwise scheduled in accordance with these Bylaws.

29) "Resolution" means the formal written enactment of Council which does not establish permanent or general legislation, but expresses the policy or opinion of Council, deals with a specific matter, and is temporary in nature.

30) "Special Meeting" means a meeting of Council not reflected in the Annual Meeting Schedule and scheduled in a manner consistent with law and these Bylaws.

31) "Supermajority" means five (5) Members of Council.

32) "Work Session" means Meetings where no legislative action may be taken, but Council may vote for any informal, non-legislative purpose, including, but not limited to, procedural matters, determining Council consensus, summarizing discussions and plans, and to provide direction to staff.

SECTION 2: COUNCIL ORGANIZATION, DUTIES OF OFFICES, DUTIES OF MEMBERS

A. PROCEDURE FOR COUNCIL ORGANIZATION: The organizational procedure provided in Article III, Section 3 of the Charter shall be followed by Council. Election of Council Officers shall be in the following order:

1) Chair
2) Vice-Chair
3) Mayor
4) Vice-Mayor
5) Planning Commission
6) Other Council Officers as Determined by Resolution, Ordinance, or Motion of Council.

B. DUTIES OF COUNCIL OFFICERS

1) Chair: The Chair shall have all the powers, duties, functions, obligations, and rights of any other Member of Council including the right to vote. The Chair shall preside at all meetings of Council and shall appoint and coordinate the work of Committees of Council as provided for in these Bylaws.

a) Presiding Officer: At the time appointed for a Meeting of Council, the Chair shall immediately call the Members to order. If a Quorum is present, the Chair shall conduct the Meeting according to the agenda.

b) Recognizing Members & Speakers: The Chair is responsible for granting the floor to Council Members and may, at the discretion of the Chair, recognize others desiring to speak.

c) Vote Results: The Chair shall announce the results of all votes.

d) Points of Order: The Chair shall decide all points of order without debate, subject to appeal of Council by any two (2) Members. On such appeal, there shall be no debate, but the Members appealing the point of order shall have the right to make a statement. In case of appeal, the question shall be, "Shall the decision of the Chair stand as the decision of the Council?" A majority vote (four (4) Members) is required to overrule a decision of the Chair.

e) Signing Council Documents: The Chair shall sign on behalf of Council all Ordinances, Resolutions, or other documents requiring the approval of Council.

f) Order & Decorum: The Chair shall preserve order and decorum during a Meeting of Council and to this end may direct the City Manager to assist in the preservation of order.

2) Vice-Chair: The Vice-Chair shall act as Chair in the event the Chair is absent from the City or unable for any cause to perform the duties of the Chair. The Vice-Chair, while acting as Chair, shall have and exercise the same powers and duties as herein granted to the Chair.

3) Temporary Chair: In the absence of both the Chair and Vice-Chair of the Council, Council may appoint from its Members a Temporary Chair who shall perform the duties of the Chair until the arrival of the Chair or Vice-Chair.

4) Mayor and Vice-Mayor: The Mayor shall act as the ceremonial head of the City, shall be recognized as the official head of the municipality for the purpose of serving civil process, and shall have the judicial powers granted to a Mayor of a municipal corporation by the laws of the State of Ohio. The Mayor shall have the power to vote on all Council matters but shall have no power to veto. The Vice-Mayor shall act as Mayor in the event the Mayor is absent from the City or unable for any reason to perform such duties. The Vice-Mayor while acting as Mayor shall have and exercise the same powers and duties, including judicial, as are granted to the Mayor.

C. DUTIES & RIGHTS OF COUNCIL MEMBERS

1) **Attendance of Members**: It shall be the duty of all Members of Council to be present at, and remain for the duration of, all Regular and Special Meetings. Any Member of Council who is absent from all Council Meetings during any consecutive ninety (90) day period, or who is absent for a total of one-fourth ($1/4^{th}$) of the Regular Meetings during a calendar year, shall be deemed to have forfeited their office in accordance with Article III, Section 2 of the Charter, except that no forfeiture of office shall occur when a Member's absence is due to obligations related to military service for a period of sixty (60) or more consecutive days. Members shall notify the Chair prior to any Meeting for which they will be absent. Members should provide advance notice for planned absences and prompt notice for unplanned or emergency absences. While it is understood that absences will occur for such reasons as a Member's illness, the illness or death in a Member's respective family, military service, when extraordinary professional interests demand immediate attention, when absent from the City, or when granted special leave by Council, absences shall be governed by Article III, Section 2 of the Charter. Council Member attendance at Community Events is not required and shall not be counted as absences for purposes of Article III, Section 2 of the Charter.
2) **Direct Representatives**: Council Members, being the only elected City officials, are the direct representatives of all Westerville residents.
3) **Policy, Oversight, and Citizen Education & Input**: Council is charged with the responsibility of determining policy. Council, on behalf of the residents, shall require effective administrative action and shall hold the City Manager responsible for properly implementing Council policy decisions. All Members of Council shall have a duty to advise, educate, and inform citizens about problems, programs, and activities of City government, and shall also have a duty to seek citizens' input relative to the performance of City government.
4) **Financial Oversight**: Each Council Member shall be responsible for the general financial oversight of the City. To assist with this duty, Council shall appoint a Finance/Audit Committee, as described in Section 3.A.5.
5) **Public Statements**: No Member of Council may make a public statement of Council policy unless the policy has been adopted by Council. Each Member may express their own personal opinions on any matter and may cite past examples of what Council did in similar situations. No Member may speak for the Council as a body unless specifically authorized by the Council to do so.
6) **Rules for Decorum**: Council shall determine rules for Council decorum, dress code, rules for participation, and procedures for the proper conduct of its business subject to law and the Charter. Violations of such rules shall be addressed by the Chair in a manner deemed appropriate in the discretion of the Chair.
7) **Personnel Code & Social Media Policy**: Council Members shall adhere to the City Personnel Code and the conduct requirements governing social media.
8) **Requests for Reimbursement**: A Member who requests funding or reimbursement for a project, travel, conference fees, or other costs shall present such request to the Chair for approval, before it may be paid by the City. Requests for funding or reimbursement from the Chair shall be presented to the Vice-Chair for approval before it may be paid by the City.
9) **Member Resignation**: In accordance with Article III, Section 7 of the Charter, the resignation of a Council Member will become effective "as of the time of the presentation of a resignation to the Chair or the Vice-Chair". A Council Member may resign through the presentation of a signed written notice to the Chair or Vice-Chair. "Presentation" means the delivery of the signed written notice, either physically or

electronically, by a Council Member for the purpose of initiating their resignation. The resignation may identify either an immediate or prospective resignation date. A resignation takes effect as of the resignation date indicated in the signed written notice presented to the Chair or Vice-Chair. If no resignation date is indicated in the signed written notice presented to the Chair or Vice-Chair, the resignation takes effect immediately upon presentation. The Chair or Vice-Chair shall provide a copy of the resignation notice to the Clerk, who shall promptly distribute a copy of the resignation notice to the other Council Members, the City Manager, and the Law Director. Procedures for filling Council vacancies shall proceed as prescribed in Article III, Section 7 of the Charter. Resignation shall not disqualify the resigning Council Member from holding future elected or appointed positions within the City or on Council.

10) **Confidentiality:** Regarding all matters discussed in an Executive Session and in all situations in which disclosure of confidential information would be detrimental to the City (i.e., relative to legal or fiscal matters, acquisition of property, personnel issues) and in all other situations in which information is deemed by the Chair to be confidential, utmost care should be exercised by each Council Member in the use of such information. No Member of Council shall disclose or use, without appropriate authorization from the Chair, after first consulting with the City Manager, any information acquired by Council that is confidential due to statutory provisions or that has been clearly and appropriately communicated to Council as confidential and preserving its confidentiality is necessary to the proper conduct of the City's business. The City Manager shall inform Council of such confidential matters and shall manage the output of such information to the press and the public.

D. **CLERK OF COUNCIL**: The Clerk of Council shall keep an accurate and complete journal of the proceedings of Council and perform such other duties as Council may require. The Clerk shall make available for public inspection the journal and other records of the Council at all reasonable times. The Clerk shall prepare an agenda for each Regular and Special Meeting of Council and shall cause Notice of all Meetings to be served as specified in these Bylaws. The Clerk shall attend all Council Meetings, Regular and Special. The Clerk shall assign numbers, in their proper sequence, to all Ordinances and Resolutions, and, by appropriate notation, show subsequent repeal and amendment thereof. The Clerk shall perform all clerical duties incidental to the office and all other duties prescribed in the Charter.

E. **DEPUTY CLERK OF COUNCIL**: The Deputy Clerk of Council shall be appointed by the City Manager. The Deputy Clerk shall serve at the pleasure of the City Manager and may be replaced or removed by the City Manager. Whenever the Clerk of Council is absent, inaccessible, unable, or unwilling to perform the duties of the office, or the position is vacant, the Deputy Clerk of Council shall become the acting Clerk of Council and while so acting shall have and may exercise all the powers, duties, and responsibilities of the Clerk of Council. If both the Clerk of Council and Deputy Clerk of Council are absent, inaccessible, unable, or unwilling to perform the duties of the office, or the positions are vacant, the Director of Finance shall become the acting Clerk of Council and while so acting shall have and may exercise all the powers, duties, and responsibilities of the Clerk of Council.

SECTION 3: COMMITTEES OF COUNCIL

A. COMMITTEES AND APPOINTMENTS: Committees of Council, unless otherwise provided for in the Bylaws, shall be appointed by the Chair for terms not to exceed two (2) years. All other appointments shall be by a Majority vote of Council (four (4) Members). Subject to consent of the Chair, the City Manager may appoint Council Members to ad hoc committees of the City, provided no more than two (2) Members of Council shall serve on any such committee, and such committees shall at all times operate in conformance with open public meeting laws.

1) **Planning Commission Representative**: The Member of Council selected to be Council representative to the Planning Commission shall serve a term of two (2) years. Whenever the Council representative to Planning Commission has a conflict of interest or is otherwise unable to represent Council for one or more Planning Commission matters, Council may, by Motion and Majority vote (four (4) members) at a Regular and Special Meeting, appoint an alternate of Council to serve as its representative temporarily or for the remainder of the representative's appointed term as the Motion shall indicate.
2) **COTA Representative**: The Member of Council selected by the Mayor and confirmed by a Majority vote of Council (four (4) Members) to be Council representative to the Central Ohio Transit Authority shall serve the term designated in the appointment.
3) **Ohio Municipal Electric Association**: The Member of Council selected to be Council representative to the Ohio Municipal Electric Association shall serve a term of two (2) years.
4) **MORPC Representative**: The Member of Council selected to be Council representative to the Mid-Ohio Regional Planning Commission shall serve a term of two (2) years.
5) **Finance/Audit Committee**.
   - **a)** Preamble: Council shall appoint a Finance/Audit Committee to provide oversight concerning fiscal management and financial reporting particularly as it relates to the City's annual audit. Nothing herein shall prohibit a Member of Council, with the knowledge of the Chair of Council or the Chair of the Finance/Audit Committee, from consulting with the City's auditors or financial advisors.
   - **b)** Composition: The Finance/Audit Committee shall consist of three (3) Members of Council selected by Council at its biennial reorganization Meeting. The City Manager and Finance Director shall be ex-officio non-voting members of the Committee. For the purposes of facilitating the Meetings of the Committee, the City Manager shall serve as the presiding officer (i.e., "Chair") with the Finance Director serving as the Secretary of the Committee.
   - **c)** Meetings: The Finance/Audit Committee shall meet at the call of the Chair, or that of a Majority of the Committee Members, or upon a schedule determined by the Committee. All meetings shall be public meetings and records of all Committee proceedings shall be kept and transmitted to all Council Members.
   - **d)** Powers and Duties.
     - **i.** Focal Point of Communications: The Finance/Audit Committee shall serve as a focal point for communications between Council, the independent auditor, financial advisors, and staff.
     - **ii.** Assist Council: The Finance/Audit Committee shall assist Council in fulfilling its responsibilities as to the accounting policies and financial reporting practices of the City.
     - **iii.** Recommendations to Council: The Finance/Audit Committee shall act on behalf of Council, at the direction of Council, and independent of staff. The Committee shall exercise no decision-making power and may only make recommendations to Council.

iv. Financial Oversight: The Finance/Audit Committee shall assist Council in fulfilling its responsibilities regarding the oversight of the management and investment of the City's funds.

v. Advise on Fiscal Policy: The Finance/Audit Committee shall advise Council regarding fiscal policy, budget assumptions, and debt capacity oversight.

vi. Review Staff Recommendations: The Finance/Audit Committee shall review staff's recommendations pertaining to the selection and retention of audit and financial advisory services.

vii. Review Polices, Procedures, and Audits: The Finance/Audit Committee shall review policies and procedures, as well as any audit findings or recommendations pertaining to fraud risk and shall, as necessary, provide such guidance to Council.

6) **Parks and Recreation Advisory Board**: In accordance with Section 165.01 of the Codified Ordinances, the Member of Council selected to be Council representative for the Parks and Recreation Advisory Board shall serve a term of two (2) years.
7) **Westerville Industry & Commerce Corporation**: The Member of Council selected to represent Council on the Westerville Industry and Commerce Corporation will serve a term not to exceed two (2) years in a manner consistent with the Westerville Industry & Commerce Corporation's Articles of Incorporation and Code of Regulation.
8) **Fire Advisory Committee**: The two (2) Members of Council selected to represent Council on the Fire Advisory Committee will serve a term not to exceed two (2) years in a manner consistent with the Fire Advisory Committee's organization and operations.
9) **Westerville Fund**: The Member of Council selected to represent Council on the Westerville Fund will serve a term not to exceed two (2) years in a manner consistent with the Westerville Fund's organization and operations.
10) **Uptown Westerville, Inc. Board**: The Member of Council selected to represent Council on the Westerville Industry, Inc. Board will serve a term not to exceed two (2) years in a manner consistent with the Uptown Westerville Inc's organization and operations.
11) **Visit Westerville Board**: The Member of Council selected to represent Council on the Visit Westerville Board will serve a term not to exceed two (2) years in a manner consistent with the Visit Westerville Board's organization and operations.
12) **Joint Economic Development Zone Board**: The Member of Council selected to represent Council on the Joint Economic Development Zone Board will serve a term not to exceed two (2) years in a manner consistent with the Joint Economic Development Zone Board's organization and operations.

B. COMMITTEE ATTENDANCE: Council Members are expected to be present at, and remain for the duration of, all regular and special meetings of Committees to which they are appointed. A Council Member will be deemed to have forfeited their appointment to a Committee to which they have been appointed if:

1) The Council Member has been absent from three (3) consecutive meetings of the Committee in any twelve-month (12) period; or,
2) The Council Member has been absent from one-third ($1/3^{rd}$) of the meetings in any twelve-month (12) period of a Committee that meets at least four (4) times per year.

The Clerk of Council shall notify the Chair when a Council Member has met or exceeded an absence limit identified in Section 3.B.1 or 3.B.2. If the Chair determines that the Council Member has met or exceeded the absence limit, the Chair will notify the Council Member.

C. **COMMITTEE RESIGNATION**: A Council Member may resign from a Committee to which they have been appointed through the presentation of a signed written notice to the Chair of Council. "Presentation" means the delivery of the written notice, either physically or electronically, by a Council Member for the purpose of initiating their resignation. The resignation may identify either an immediate or prospective resignation date. A resignation takes effect as of the date indicated in the written resignation presented to the Chair. If no date is indicated in the written resignation presented to the Chair, the resignation takes effect immediately upon presentation.

D. **COMMITTEE VACANCIES**: A vacancy in a Committee shall be filled through an appointment by the Chair. The Chair shall provide Notice to the Council Member appointed to fill the vacancy as well as the Clerk of Council, who shall provide Notice to Council and the City Manager of the appointment. The Council Member appointed by the Chair shall serve the remainder of the term to which the initial Council Member was appointed.

SECTION 4: COUNCIL MEETINGS

A. **MEETINGS AND QUORUM**: Council shall have Regular Meetings and Special Meetings. A Quorum of at least four (4) Council Members shall be necessary to conduct business at any Meeting of Council.

B. **REGULAR MEETINGS**: A Quorum is required at all Regular Meetings. Regular Meetings shall consist of the Legislative Sessions and Work Sessions scheduled by Council in its adoption of its Annual Meeting Schedule each year and Executive Sessions as needed from time to time. All Regular Meetings, except when Council has lawfully adjourned into Executive Session, shall be open to the public, and citizens shall have access to the minutes and records thereof as provided by law. A journal and other record of the Council for all Regular Meetings shall be available for public inspection at all reasonable times.

1) **Legislative Sessions**: Legislative Sessions shall be held on the first and third Tuesdays of each month, unless otherwise provided by Council. The nature and order of business for Legislative Sessions shall be as set forth in these Bylaws.
2) **Work Sessions**: Work Sessions, also commonly known as study sessions, are Meetings where no legislative action may be taken. Public discussion or participation in Work Sessions shall be at the discretion of Council. Despite the fact that no legislative action may be taken at a Work Session, Council may vote for any informal, non-legislative purpose, including, but not limited to, procedural matters; determining Council consensus; summarizing discussions and plans; and to provide direction to staff.
3) **Place, Time and Notice**: Regular Meetings shall be held in the Council Chambers of the City of Westerville or in any other public place within the confines of the City of Westerville. If the site is other than Council Chambers, public Notice shall be given not less than twenty-four (24) hours prior to the Meeting. Regular Meetings shall be called to order at 7:00 P.M., provided that Council, by motion and Majority vote at a prior regular or Special Meeting, may change the starting time, change the date of any Regular Meeting, or cancel any Regular Meeting when it is deemed unnecessary. The Chair of Council reserves the right to cancel a Regular Meeting in case of an emergency and, except for Legislative Sessions required by the Charter, a ~~r~~egular ~~m~~eeting for which there are no agenda items. The Clerk of Council shall ensure that Notice of any Meeting cancellation is promptly posted on the City's Website and City's Social Media.
4) **Recess**: Notwithstanding the foregoing, Council shall hold one (1) Legislative Session during July or August but otherwise shall be on recess during the months of July and August. The date for such Legislative Session shall be set at the time of Council's adoption of its ~~a~~nnual Meeting Schedule.

C. **SPECIAL MEETINGS**: A Quorum is required at all Special Meetings. All Meetings of Council that are not Regular Meetings are deemed Special Meetings. All Special Meetings, except when Council has lawfully adjourned into Executive Session, shall be open to the public, and citizens shall have access to the minutes and records thereof as provided by law.

1) **Procedure**: Special Meetings may be called by a Majority vote of Council (four (4) Members) taken at any Regular or Special Meeting. Special Meetings may also be called by the Chair, Vice-Chair, City Manager, or any three (3) Members of the Council.
2) **Subject Limitation**: Only those subjects listed on the agenda accompanying Notice of a Special Meeting shall be considered during that Special Meeting.
3) **Notice to Council Members and the City Manager**: In the absence, incapacity, or refusal to act of the Clerk of Council or Deputy Clerk, the City Manager shall cause to be delivered to each Member of Council, not less than twenty-four (24) hours preceding the time for such Special Meeting, the agenda of

the Special Meeting and Notice setting forth the date, time, and place of the Meeting. Delivery may be by First-Class Mail® delivered by the United States Postal Service, personal delivery, or by electronic mail or messaging. Delivery of Notice of any Special Meeting shall be deemed conclusively to have been waived by any Member of Council or the City Manager who shall be present at such Special Meeting.

4) **Public Notice**: Notice of a Special Meeting shall be distributed not less than twenty-four (24) hours prior to such Special Meeting. The required distribution of Notice may be accomplished by one or more of the following methods: email to an established list of recipients (including members of the news media that have requested notification), a posting on the City's Website, placing a printed notice in the lobby of City Hall, or by using the City's Social Media.

D. **EMERGENCY MEETINGS**: In the event of an emergency requiring immediate Council action, such as a natural disaster or national or state emergency, for which there is not time to provide the required Notice for a Special Meeting, the Chair or Vice-Chair of Council may call an emergency meeting and provide the time, place, and its purpose to the City Manager and Clerk. The Clerk shall promptly provide Notice to Council Members, the news media that have requested notification of such Meetings, and post Notice of the emergency meeting on the City's Website and City's Social Media.

E. **EXECUTIVE SESSIONS**: Council may meet in Executive Session only after a roll call vote approved by a Majority of Council (four Members) during either a Regular or Special Meeting and only for such purposes as are provided by law. Executive Sessions shall be conducted in accordance with law.

F. **SEATING**: Whenever possible, the Chair of Council shall occupy the center seat of the Council dais with other Members of Council seated nearby.

SECTION 5: CONDUCT OF BUSINESS

A. THE AGENDA: A listing of business to be considered by Council shall be prepared and delivered by the Clerk of Council to each Council Member at least seventy-two (72) hours prior to each Regular Meeting of Council and at least twenty-four (24) hours prior to a Special Meeting. The final agenda for a Regular or a Special Meeting shall contain: (1) A listing by number and title of each legislative action to be considered; and (2) A listing of all business to be considered.

1) Notice: At least seventy-two (72) hours prior to a Regular Meeting, the agenda shall be displayed in City Hall and may be published, or a link provided, on the City's Website and City's Social Media. The agenda for Special Meetings shall be delivered as outlined in these Bylaws.

2) Agenda Items: Any Council Member may request that a matter of business be placed on the agenda provided sufficient notice is given to the City Manager or Chair of Council for its preparation. Notwithstanding any other provisions of these Bylaws, the Chair, after consultation with the City Manager, shall determine the preparation time needed before a matter of business is placed on the agenda.

3) Preparation of the Agenda: It is the responsibility of the Clerk of Council to prepare the agenda as directed by the City Manager. The Chair shall have the authority to add or remove an item from the agenda and may do so at any time before or during a Meeting. While nothing in this section shall prevent a Member of Council, with the consent of the Majority of Council (four (4) Members), from introducing new business not listed on the agenda, the Chair may determine that additional time is needed to study any matter not included on the agenda.

B. ORDER OF BUSINESS: The Chair shall conduct the Council Meeting in the order outlined by the agenda, unless amended. The unamended order of the agenda shall be substantially as follows:

1) Call to Order
2) Roll Call
3) Invocation
4) Pledge of Allegiance
5) Action on minutes of previous Meeting(s)
6) Mayor's Report
7) City Manager's Report
8) Finance/Audit Committee Report (As Needed/Scheduled)
9) Council Representative Reports
10) Citizen Comments: The Council agenda shall provide an opportunity for citizens' comments at all regular Council Meetings on any matter on the agenda or otherwise. Each speaker shall be limited to three (3) minutes, provided the Chair may impose different reasonable time limitations and may also grant time extensions. Citizen participation during public hearings and hearings on appeal shall be governed by the relevant Codified Ordinances.
11) Legislation
   a) Third Reading of Ordinances and Resolutions
   b) Second Reading of Ordinances and Resolutions
   c) First Reading of Ordinances and Resolutions
   d) Motions
12) Additional Business (Old and New Business Items)
13) Council Comments

14) Adjournment

C. **ORDER OF CONSIDERATION OF QUESTIONS**: All questions, except privileged questions, and all Resolutions and reports shall be considered in the order in which they are made. On precedence, all reports shall be submitted in the order in which they were referred.

SECTION 6: LEGISLATIVE PROCEDURE, MOTIONS, DEBATE & VOTING, AND PARLIAMENTARY PROCEDURE

A. LEGISLATIVE PROCEDURE: Preparation, introduction, revision, and passage of Ordinances or Resolutions shall be in accordance with Article III, Section 13 of the Charter. Copies of Ordinances, Resolutions, and all other legislative actions shall be provided upon request of the Clerk of Council. The Clerk shall also post legislative actions and all associated non-privileged documentation, including staff reports, on the City's Website. The Clerk's failure to provide copies or post documentation shall not affect the validity of any Meeting or any legislative action taken by Council at such Meeting.

1) **Introduction of Legislation**: All legislation shall be in writing and introduced by a Member of Council, the City Manager or the City Manager's designee, Committees appointed by Council, or City Boards and Commissions. Any other legislation in any form proposed by any other person shall be introduced, if at all, by a Member of Council. Except in an emergency, a Member of Council desiring to propose legislation shall raise the issue in the Additional Business portion of a Council Meeting, and the decision to proceed with the preparation of draft legislation shall become an agenda item at a subsequent Meeting. Draft legislation shall be reviewed by staff and any appropriate boards or commissions before being considered by Council for enactment.
2) **Required Vote for Adoption of Ordinances, Resolutions and Motions**: No Ordinance, Resolution, or Motion shall be passed without concurrence of a Majority of all Members elected to Council (four (4) Members), except that a lesser number may adjourn the Meeting from time to time and compel the attendance of absent Members. Each emergency Ordinance or Resolution shall require the affirmative Supermajority vote of the Members elected to Council (five (5) Members).
3) **Rejection of a Legislative Action**: An Ordinance, Resolution, or Motion may be rejected on first or second reading upon a Motion of any Council Member sustained by a Majority vote of all Members elected to Council (four (4) Members). On such Motion the question shall be, "Shall this Ordinance, Resolution, or Motion be rejected?" If the Ordinance, Resolution, or Motion that is challenged by the rejection motion is one which would require a greater than Majority vote for passage, such greater than Majority requirement will also apply to the rejection Motion. If the question of rejection is answered in the negative, the Ordinance, Resolution, or Motion shall go to the next reading without a question.
4) **Suspension of Rules**: Suspension of the rule requiring three readings of all of Ordinances or Resolutions proposed for adoption requires a Supermajority vote of all Members elected to Council (five (5) Members).
5) **Member's Rights**: A Member of Council may introduce legislation as provided in these Bylaws. A Member of Council may speak on any legislation; move to amend any legislation; demand the vote tally on any question; call for the question; ask for a statement of the question, which the Chair shall give; call for a division of the question, and the decision of the Chair as to its divisibility shall be subject to appeal as in question of order; and question the City Manager at a Regular or Special Meeting. No Member shall vote on any question in which the Member is individually interested.

B. MOTIONS

1) **Reduction of a Motion to Writing**: Any Motion not listed on the agenda shall be reduced to writing by the Clerk before further action is taken.
2) **Statement of Motion; Withdrawals**: When a Motion is made and seconded, it shall be stated by the Chair, unless it is written, in which case it may be read by the Clerk. After Motion, Resolution, or Ordinance has been stated by the Chair, or read by the Chair or Clerk, it shall be deemed to be in possession of Council and can only be withdrawn by leave of Council. An Ordinance, Resolution, or Motion may be referred to a committee with or without instructions or amendments and may be moved at any reading.
3) **Motion to Amend or Postpone**: If additional staff review will be needed before a decision on a Motion to amend, the preferred procedure would be to make a Motion to postpone until a future stated date.
4) **Motion to Reconsider**: A Motion to reconsider a vote must be made by a Member who voted with the prevailing side or by a Member who was not present at the Meeting in which the vote was taken. Such Motion shall be made not later than the adjournment of the next Legislative Session of Council. A Motion to reconsider shall take precedence over all other Motions on that subject, except a Motion to adjourn.

C. DEBATE & VOTING

1) **Debate**: The Council Chair shall ask for discussion on all questions before the vote is taken. Debate and discussion shall be governed by the provisions of these Bylaws.
2) **Voting**: A roll call vote in open Council shall be taken on all Ordinances, Resolutions, or Motions. The Clerk shall call the roll and each Council Member shall respond "yea/yes", "nay/no", or "abstain". The order of voting by the Council Member shall rotate with each successive question in a random manner, except for the Chair who shall always vote last. After the voting is completed, the Chair shall announce the vote count by number, and state whether the question passed or failed. No vote of any Council Member shall be questioned. Any Member of Council so desiring, may comment upon their vote during the roll call or at its conclusion. When accepting nominations, a second shall not be required, but a Motion to close nominations shall require a second and passage by a Majority of Council (four (4) Member s).

   Council may elect to conduct appointments to Committees, as specified in Section 3 of these Bylaws, and City Boards and Commissions by a simultaneous vote of Council using paper ballot, electronic, or other mechanical method, provided that the vote of each Council Member and the tally for each candidate is either publicly visible and displayed or publicly stated and announced. No second is required for nominations, but the Motion to close nominations requires a second and passage by a Majority of Council (four (4) Members).
3) **Member Voting**: When the question is put, every Council Member present shall vote or abstain. Any Member abstaining may make a brief statement of the reason for the abstention.
4) **Council Member's Right to Speak**: Each Council Member has the right to speak during Council Meetings. The Member must request this right by addressing the Chair. Upon being recognized by the Chair, the Member may proceed. Council Members must confine their comments to the question before Council. No Member shall speak at any Meeting for more than a combined total of ten (10) minutes on any question, except by leave of the Chair. After being recognized by the Chair, a Member may speak a second time within such time limit only after all Members have been given one opportunity to speak. All speakers must comply with the direction of the Chair. Comments of a personal nature about other Council Members shall be avoided.

5) **Call to Order**: If any Member, speaking or otherwise, violates these Bylaws, the Chair or any Member may call such Member to order and the Member called to order shall be seated, if required to do so by the Chair, until the question of order is decided.

D. Robert's Rules of Order: In the absence of any Bylaw upon the matter of business, the Council shall be governed by "Robert's Rules of Order." The City Law Department shall be considered the parliamentarian and shall interpret for the Chair of Council, these Bylaws and Robert's Rules as they apply.

APPENDIX OF RESOURCES

A. THE CITY OF WESTERVILLE CHARTER: Article XVIII of the Ohio Constitution grants municipalities specific "home rule" powers, which include the power of local self-government, the exercise of certain police powers, and the ownership and operation of public utilities. In Ohio, there are Charter Municipalities and Statutory Municipalities. For Statutory Municipalities, the Ohio Revised Code (Chapter 703) governs all aspects of a City's governance. For Charter Municipalities, like Westerville, a charter gives the City control over its governance. Charter municipalities can differ from State Law on matters of local self-government and can establish their own procedural and substantive approaches (i.e., "home rule" powers). These powers include the form of the municipal government, procedures used by the municipality, and that authority to adopt and enforce sanitary, public health, safety, zoning, animal control, traffic, and the general welfare of society to the extent that they don't conflict with State laws that apply uniformly to all parts of Ohio. In effect, the Ohio Revised Code only governs matters which Westerville's Charter does not address.

The Charter requires Westerville Council to appoint a Charter Review Commission of "five qualified electors of the Municipality holding no other office, appointment or employment in the government of the Municipality as members" every 10 years. Charter Review Commissions are created to "recommend to Council such alterations, revisions, and amendments, if any, to this Charter, as in its judgment are desirable." The City's most recent Charter Review Commission completed its work in the Spring of 2020. After reviewing the Charter Review Commission's recommendation, City Council made several amendments and sent the complete set of proposed amendments to the voters. On November 3, 2020, Westerville residents approved the Charter amendments.

1) **Online Publication of the City's Current Charter:**
   https://codelibrary.amlegal.com/codes/westerville/latest/westerville_oh/0-0-0-26750
2) **2020 Charter Review Commission - Information & Documents:**
   https://www.westerville.org/government/city-government/westerville-city-charter
3) **The City's 1964 Charter:**
   https://www.westerville.org/home/showdocument?id=18230

B. THE CITY OF WESTERVILLE CODIFIED ORDINANCES: The City's Charter provides City Council with legislative powers. With these legislative powers and using the City's "home rule" authority, City Councils have enacted and amended Westerville's Codified Ordinances to develop, implement, and enforce laws relating to sanitation, public health, safety, zoning, animal control, traffic, and the general welfare of society.

1) **Online Publication of the City's Codified Ordinances**: The City's Codified Ordinances are published online and annually updated to reflect changes to Ordinances made by City Council.
   https://codelibrary.amlegal.com/codes/westerville/latest/westerville_oh/0-0-0-1
2) **Breakdown & Hierarchy of the Codified Ordinances**: Westerville's Codified Ordinances are broken out according to the following hierarchy:
   - PARTS
     - TITLES
       - CHAPTERS
         - SECTIONS
           - DIVISIONS
             - SUBDIVISIONS

3) **Hyperlinked Overview & Descriptions of Parts of the Codified Ordinances**: Below is a hyperlinked index of the Codified Ordinances with brief descriptions of the Chapters and Sections contained within each Part.
   a) **WESTERVILLE, OHIO DIRECTORY OF OFFICIALS (2024)**
   b) **ADOPTING ORDINANCE**
   c) **PRELIMINARY UNIT**
   d) **WESTERVILLE CHARTER**: In Ohio, there are Charter Municipalities and Statutory Municipalities. For Statutory municipalities, the Ohio Revised Code (Chapter 703) governs all aspects of a City's governance. For Charter Municipalities, like Westerville, a charter gives the city itself control over its governance. Charter municipalities can vary from state law on matters of local self-government and can establish their own procedural and substantive approaches (i.e., home-rule powers). The Westerville Charter was adopted by the voters on May 5, 1964.
   e) **PART ONE - ADMINISTRATIVE CODE**: The Administrative Code contains Chapters and Sections which relate to a variety of administrative functions, including the Council Meeting schedules, notice requirements, compensation of Council Members and City Staff, procurement processes, personnel code, duties and staffing of City Departments, duties and operations of Boards and Commissions, and the Income Tax Code.
   f) **PART THREE - TRAFFIC CODE**: The Traffic Code contains Chapters and Sections which dictate the rights and responsibilities for vehicles, bicycles, motorcycles, and pedestrians when using City roads, sidewalks, and rights of way. This Part also contains criminal traffic code penalties and enforcement mechanisms, governs the ability for towing companies to operate on public and private property, and allows the Westerville Police to direct and regulate traffic in the event of an emergency.
   g) **PART FIVE - GENERAL OFFENSES CODE**: This is the City's Criminal Code, which largely mirrors the Ohio Revised Code (ORC). For example, for purposes of construing Westerville's Criminal Code, Section 501.04(d) specifically contemplates and cross-references to equivalent sections of the ORC.
   h) **PART SEVEN - BUSINESS REGULATION CODE**: The Business Regulation Code regulates peddling, canvassing, and street vendors as well as taxicabs, massage establishments, sexually oriented business, and video service providers.
   i) **PART NINE - STREETS, UTILITIES AND PUBLIC SERVICES CODE**: This Part of the Code contains provisions that govern City permits for right of way use, tree removal and replacement, utility ordinances (e.g., sewer, water, electric, and WeConnect), parks and recreation, and construction and material standards.
   j) **PART ELEVEN - PLANNING AND ZONING CODE**: This is the City's Zoning Code Ordinance, which, in terms of content, constitutes the largest Part of the Codified Ordinances. The Zoning Code establishes development and form standards (building height, massing, placement, and the orientation of structures on sites), use regulations (specifications for what uses are allowed, subject to standards, or prohibited in certain areas of Westerville), and permit requirements and procedures (procedures for administering the Code).
   k) **PART TWELVE - LAND PLANNING AND SUBDIVISION CONTROL**: This Part of the Code governs subdivisions (e.g., the division of any parcel into one or more parcels), environmental standards for development (e.g., protecting wetlands, erosion and sediment control) stormwater management, and streetlights.

l) **PART THIRTEEN - BUILDING CODE**: The City's Building Code adopts the Ohio Building Code which governs various aspects of building construction, including building design, materials, structural integrity, fire safety, accessibility, and energy efficiency. In addition, Westerville has adopted local provisions which require permits for applicants who want to alter or construct structures and certificates of use and occupancy before a property owner can use the property.

m) **PART FIFTEEN - FIRE PREVENTION CODE**: The City's Fire Prevention Code adopts the Ohio Fire Code which establishes the minimum standards for fire safety in the State of Ohio. The Ohio Fire Code is promulgated by the Ohio Department of Commerce, Division of State Fire Marshal, and applies to hotel licensure and inspection, flammability standards, fireworks regulations, and all matters of fire safety. The Ohio Fire Code sets the minimum standards for fire safety in the State of Ohio and is intended to safeguard life and property from fire and explosion and applies to all aspects of fire safety at all structures, buildings, premises, vehicles and other locations within the territorial jurisdiction of the State of Ohio.

C. **ROBERT'S RULES OF ORDER**: Robert's Rules of Order are used by municipalities and governing bodies throughout the country and are designed to ensure order and fairness in decision-making, facilitate meetings, and maintain order, ensure all members have an opportunity to participate, allow agreement, and provide for majority rule while protecting minority rights. There are multiple versions and editions of Robert's Rules of Order, most of which provide for the same parliamentary procedures. A free online version of Robert's Rules of Order Revised, Fourth Edition, can be accessed through the following link: http://www.rulesonline.com/index.html.