

RESOLUTION NO. 2018-2

A RESOLUTION OF THE TOWNSHIP OF FERGUSON, CENTRE COUNTY, PENNSYLVANIA ADOPTING THE FERGUSON TOWNSHIP BOARD OF SUPERVISORS PROCEDURES, LAST REVISED JUNE 19, 2017, IN ACCORDANCE WITH OF THE FERGUSON TOWNSHIP HOME RULE CHARTER, ARTICLE II, SECTION 2.02, DUTIES AND POWERS OF THE BOARD.

WHEREAS, the Ferguson Township Home Rule Charter, Article II, Section 2.02 Duties and Powers of the Board, provides the Board of Supervisors the authority to adopt by resolution all necessary rules and regulations for its conduct and procedure and,

WHEREAS, the Board of Supervisors has developed the Ferguson Township Board of Supervisors Procedures attached hereto as Exhibit "A".

NOW THEREFORE the Ferguson Township Board of Supervisors adopts the Ferguson Township Board of Supervisors Procedures, last revised June 19, 2017.

RESOLVED this 2nd Day of January 2018.

**TOWNSHIP OF FERGUSON
BOARD OF SUPERVISORS**

By:  _____, Chairman

[SEAL]

ATTEST:

By:  _____
David Pribulka, Secretary

EXHIBIT "A"

Ferguson Township Board of Supervisors Procedures

Revised June 19, 2017
Adopted January 2, 2018

Introduction & Overview

The Ferguson Township Board of Supervisors establishes important and often critical governance policies for the community and is also responsible for the fiscal health, of a public corporation having an annual General Fund budget of over \$12 million.

Purpose of the Procedures Document

The Board of Supervisors of Ferguson Township adopts these procedures by Resolution at the annual organizational meeting to document accepted practices and clarify expectations. While attempting not to be overly restrictive, procedures are established so that expectations and practices can be clearly articulated to guide Board members in their actions governing Ferguson Township. This procedures manual will aid the Board in taking responsible action in its conduct of Township business.

1. Ferguson Township Board of Supervisors: General Powers and Responsibilities

Board of Supervisors Generally – The powers of the Board of Supervisors of a Home Rule Municipality in Pennsylvania are fairly broad. Essentially, Home Rule Municipalities may undertake any action related to township affairs other than those forbidden or preempted by State or Federal law. Specifically, the Board shall have the power, in the name of the Township, to do and perform all acts and things appropriate to a municipal corporation and the general welfare of its inhabitants and which are not specifically forbidden by the U.S. and Pennsylvania Constitutions and laws of the Commonwealth of Pennsylvania and the Home Rule Charter.

Actions Taken as a Board – As established by the Home Rule Charter, the Board acts only as a body. No member has any individual powers within the Township. While the Chair has some additional ceremonial and administrative responsibilities as described below, in the establishment of policies, voting and in other significant areas, all members are equal. It is also important to note that policy is established by at least a majority vote of the Board. While individual members may disagree with decisions of the majority, a decision of the majority does bind the Township to a course of action. In turn, it is staff's responsibility to ensure the policy of the Board is upheld. Actions of staff to pursue the policy direction established by a majority of Board do not reflect any bias against Board members who held a minority opinion on an issue.

Serving on Committees – Limitations are imposed on a Board member's ability to serve on advisory boards of the Township. No member of the Board shall be appointed to or serve as a voting member of any municipal authority, board, or commission, except those positions that are normally filled by elected officials, such as Centre Region COG committees and the Spring Creek Watershed Commission. This is not construed as prohibiting members of the Board from serving on committees or subcommittees of the Board itself, or of agencies representing other levels of government. In fact, Board members are encouraged to participate and provide leadership in regional, state and national programs and meetings. Board members should respect the assigned committee roles and not duplicate representation of the Board at various

committee meetings unless requested by the assigned Board member. Board members are expected to report to the Board on matters discussed at subcommittees and other regional, state, and national board/agency/group activities in which they have been appointed. Typically, assignments to committee positions are made at the beginning of the year at the annual reorganization meeting. A vote of the Board will be taken to confirm all appointments.

In interacting with committees, Board members are to reflect the positions of the Board as a body when such positions have been established by vote or consensus of the Board. In cases where such vote or consensus does not exist, Board members should use their best judgement, keeping in mind that their votes represent the Township and not a personal position.

Activities Not Related to Municipal Government – Board members may choose to participate in community activities, committees, events, and taskforces. When a Board member participates in these types of activities, the Board member is acting as an interested party rather than acting on behalf of the Board of Supervisors.

Board Chair – As reflected in the Home Rule Charter, the Board Chair is to preside at all meetings of the Board of Supervisors and perform such other duties consistent with the office as may be imposed by the Board. As presiding officer of the Board, the Board Chair is to faithfully communicate the will of the Board majority in matters of policy. The Board Chair is also recognized as the official head of the Township for ceremonial purposes.

The Board Chair has also been assigned by the Board of Supervisors to consult and coordinate with the Township Manager in the development of agendas for meetings of the Board of Supervisors. The scope of such review focuses on the timing of business items and the volume of business that can be considered at any one meeting. Such review does not allow for a unilateral unlimited delay of items to be considered by the Board. Should any significant disagreement arise regarding the scheduling of items, these matters are to be resolved by the full Board of Supervisors.

Board Vice-Chair – Elected by the Board at its first organized meeting following election of the Board of Supervisors, the Board Vice-Chair shall perform the duties of the Board Chair during the Board Chair's absence or disability. The Vice-Chair shall serve in this capacity at the pleasure of the Board of Supervisors. In the event of a vacancy in the office of Board Chair, the Vice-Chair shall assume the office of Board Chair with all the duties and obligations of that office.

2. Communications with the Public

Correspondence from Board Members – The Board of Supervisors will occasionally be called upon to write letters to citizens, businesses or other public agencies. Typically, the Board Chair will be charged with transmitting the Township's position on policy matters to outside agencies on behalf of the Board of Supervisors. This duty may be delegated to the Township Manager for general correspondence on which the Board position is clear. Other communications may be delegated to the Manager with the approval of the Board. Individual members of Board must refrain from representing the Board position in an official capacity unless requested by the Board as a whole.

Communications Regarding Undetermined Issues – On occasion, members may wish to transmit correspondence on an issue upon which the Board has yet to take a position or about an issue for which the Board has no position. In these circumstances, members must clearly indicate that they are not speaking for the Board of Supervisors, but for themselves.

Communications Regarding Determined Issues – After the Board of Supervisors has taken a position on an issue, official correspondence should reflect this position. If a Board member desires to correspond a dissenting opinion, the correspondence should clearly state that the Board has taken an official position and that the member is expressing a dissenting opinion as an individual Board member.

Speaking for the Township – Similar to written correspondence, when members are requested to speak to groups or are asked the Board's position on an issue, the response should reflect the position of the Board, as a whole. Of course, a member may clarify their vote on a matter by stating, "While I voted against X, the Board of Supervisors voted in support of it." When representing the Township at meetings or other venues, it is important that those in attendance gain an understanding of the Board's position as well as that of the individual member.

3. Interactions with Staff

Overview – Board of Supervisors policy is implemented through professional staff. Therefore, it is critical that the relationship between Board and staff be well understood by all parties so policies and programs may be implemented successfully. To maintain effective relationships, it is important that roles are clearly recognized.

Township Manager – The Board appoints a Township Manager to implement policy and undertake the administration of the organization. All staff hiring, discipline and termination decisions, except for the Township Manager position itself, are the sole responsibility of the Township Manager. The Manager is required to obtain the concurrence of the Board regarding the hiring and termination of department head positions.

As per the Home Rule Charter and Administrative Code, all dealings between the Board of Supervisors and staff are carried out through Township Manager. Neither the Board as a whole, nor Board members individually, are authorized to direct staff members in performance of their duties to the Township. The Township Manager is appointed by the Board of Supervisors to enforce its laws, to direct the daily operations of the Township, to prepare and monitor the budget, and to implement the policies and programs initiated by the Board of Supervisors. The Township Manager is responsible to the entire Board of Supervisors and not to individual Board members.

Board/Manager Relationship – The employment relationship between the Board of Supervisors and Township Manager honors the fact that the Township Manager is the Chief Administrative Officer of the Township. The Board and the Township Manager are a participatory team and the Board of Supervisors must avoid situations that can result in Township staff being directed, intentionally or unintentionally, by one or more members of the Board of Supervisors. Regular communication between the Board of Supervisors and

Township Manager is important in maintaining open communications. All dealings with the Township Manager, whether in public or private, should respect the responsibilities of the Township Manager in administrative matters. Disagreements should be expressed in policy terms, rather than in terms that question satisfaction with or support of the Township Manager.

As in any professional relationship, it is important that the Township Manager keep the Board of Supervisors informed. The Township Manager respects and is sensitive to the political responsibility of the Board of Supervisors and acknowledges that the final responsibility for establishing the policy direction of the Township is held by the Board of Supervisors. The Township Manager communicates with Board of Supervisors in various ways. It is equally important that the Board provide ongoing feedback, information and perceptions to the Township Manager including some response to written communication requesting feedback. On occasion, the Township Manager may request the attendance of a Board member at a specific party-directed meeting. Since the Township Manager is responsible to the entire Board of Supervisors and not to individual Board members, and so that Board members are treated equally and similarly informed, the Manager will inform the entire Board of said meeting at the next Board of Supervisors Regular Meeting.

The Township Manager will make every effort to respond in a timely and professional manner to all requests made by individual Board members for information or assistance, provided that, in the opinion of the Manager, the request is not of a magnitude, either in terms of workload or policy, which would require that it would be more appropriately assigned through the direction of the full Board of Supervisors. At the Manager's discretion, any such request may be submitted to the full Board as an agenda item for direction from the Board concerning the commitment of staff or resources to the request. If directed by action of the Board, Township Manager will proceed to complete the work within a Board-established timeline.

Staff roles – The Board recognizes the primary functions of staff as executing Board policy and actions taken by the Board and in keeping the Board informed. The Board expects the Township Manager to not cause or allow any practice, activity, decision or circumstance which is either illegal, immoral, imprudent, or in violation of community accepted business and professional ethics. Staff is obligated to take guidance and direction only from the Board as a whole, through the Township Manager, or from the appropriate management supervisors. Staff is directed to reject any attempts by individual members of the Board to unduly direct or otherwise pressure them into making, changing or otherwise influencing recommendations.

Board/Staff Relationship – It is the intent of staff to ensure Board members have free access to information from the Township and to ensure that such information is communicated completely and with candor to those making the request. However, Board members must avoid intrusion into those areas that are the responsibility of staff. Individual Board members may not intervene in staff decision-making, the development of staff recommendations, scheduling of work, attending staff meetings internally or externally and executing department priorities without the prior knowledge and approval of the Board of Supervisors as a whole. This is necessary to allow staff to execute priorities given by management and the Board as a whole without fear of reprisal. A Department Head or the Manager may request the attendance of a Board member at specific staff-directed meetings at their discretion. The

Township Manager should be informed of and give prior approval to any such request.

Individual members of the Board of Supervisors shall not make attempts to pressure or influence staff decisions, recommendations, workloads, schedules, and department priorities. If a Board member wishes to influence the actions, decisions, recommendations, workloads, work schedule, and priorities of staff, that member must prevail upon the Board to do so as a matter of Board policy to be implemented by the Township Manager.

Communications Between Staff and Board Members – In general, requests for information or opinions from staff should be submitted by email. All email communication between Board members and staff is considered to be official business. In general, communication between a Board member and staff that is routine in nature, for example, confirming meeting times, places, coordinating travel or registrations is not required to be shared with the entire Board. All Board members should be copied on all correspondence involving requests for information including, but not limited to historical, policy-related, project status, requests for items to be placed on the agenda, and other such communications.

4. Meeting Rules of Order

General Procedures – Under the Administrative Code of the Township, the guiding rules of order are defined as the latest edition of Robert's Rules of Order - Newly Revised. The administrative code also includes several special rules of order as modifications. Any issue of procedure relating to the conduct of a meeting or hearing not otherwise provided for herein may be determined by the Chairman of the Board, subject to appeal to the full Board, as specified in Robert's Rules of Order.

In addition, to Robert's Rules and special rules of order, the board can adopt, as part of this Resolution, standing rules of order. These are rules that generally apply to meetings but which can be suspended at any given meeting by a majority vote of the Board.

Standing Rules of Order– The Board has adopted the following Standing Rules of Order:

- On all votes that are not unanimous, the minutes shall reflect the names of Board members who voted against a motion.
- An individual Board member may vote against a motion that he or she introduces.

Public Hearings – As detailed in the Township Charter, residents of Ferguson Township have a right to bring issues of concern to the Board. In addition, public hearings include an opportunity for citizens to address the Board on the topic of the hearing. In order to facilitate public input while allowing time for the Board to address other items of business in a timely fashion, such comment will be limited to five minutes per speaker. This time can be extended at the discretion of the Chair. The Chair can limit total time allotted to public comment at any meeting, subject to appeal by the Board.

Executive Sessions and Confidential Information – Executive Session meetings are special meetings of the Board that are closed to the public. From time to time, the Board will meet in executive session to discuss particular matters as outlined in the Township Home Rule Charter

and the Pennsylvania Sunshine Act. The purpose of an executive session is to discuss matters that are not public as defined by Pennsylvania law and/or which involve sensitive matters that cannot be carried out in public. These sessions are closed to the public and are not recorded. Individual staff members, legal counsel, or others having information relevant to the topic of discussion will be included in the meeting at the invitation of the Board. Executive session discussions involve sensitive or protected information and that information must be kept confidential. Members of the Board, employees of the Township, or anyone else present shall not disclose to any person, including affected/opposing parties, the press, or any other person, the content or substance of any discussion which takes place in a closed session without the Board's direction and concurrence.

In addition, members of the Board may occasionally receive information that is not considered public under the Pennsylvania right to know laws. Such information will be marked "Confidential" and should not be disclosed to anyone other than Board members or relevant staff without the direction and concurrence of the Board, as a whole.