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### 33.01 BOARDS, COMMISSIONS, AND COMMITTEES PROCEDURES.

- (1) Purpose and Intent. The purpose of Chapter 33 is to compile in one location the ordinances establishing and regulating City boards, commissions, and committees. In some cases, however, it has been deemed advantageous to maintain these regulations with the ordinance related to the subject matter of the board, commission, or committee. Furthermore, those boards, commissions, and committees that are created by resolution of the Common Council are not included in the Madison General Ordinances. Please refer to the MGO Index for a listing of standing City boards, commissions and committees.
- (2) Applicability. Except as set forth elsewhere in these ordinances, in state law, or in the document establishing a given board, commission or committee, this section shall apply to all such bodies, regardless of how established or whether termed a board, commission, committee, work group, task force, or similar name or whether standing or ad hoc.
- (3) Definitions. As used in this section:
  - (a) "Ad hoc" means a Sub-unit that is to have temporary existence to meet a specific purpose or project and does not have ongoing annual requirements. The action creating the Ad hoc Sub-unit should reference the time or action which, when accomplished, means the Ad hoc Sub-unit expires.
  - (b) "Authority or District" means an entity that is a separate political body from the City of Madison.
  - (c) "Board or Commission" means a Sub-unit of the City that is given some independent power to make determinations on behalf of the City of Madison. (Am. by ORD-16-00081, Pub. 9-15-16, Eff. 4-18-17)
  - (d) "Committee" means any Sub-unit other than a board or commission, and generally is limited to making recommendations or reports to the Mayor or Common Council or some other body, unless explicitly empowered otherwise. Any Sub-unit called task force, work group or similar name is a Committee.
  - (e) "Standing" means a Sub-unit that is intended to have permanent existence, or until such time as the entity creating the Sub-unit terminates its authority.
  - (f) "Subcommittee" means a Sub-unit made up of members of the parent Sub-unit or as authorized in Sec. 33.01(4)(d), MGO.
  - (g) "Sub-unit" means any board, commission, committee or subcommittee.
- (4) Creation and Dissolution.
  - (a) Sub-units may be created and dissolved by ordinance, resolution, written order of the Mayor, written order of the President of Common Council, or, in the case of subcommittees, by action of the parent Sub-unit. (Am. by ORD-19-00081, 11-13-19)
  - (b) Standing Sub-units shall be created and dissolved by ordinance. To the extent some standing Sub-units exist as of the date of passage of this ordinance without authorization by ordinance, the City Attorney shall draft and introduce ordinances to reflect such standing Sub-units.
  - (c) Ad hoc Sub-units may be created and dissolved by written order or resolution.
  - (d) Any board, committee, commission or subcommittee may create and dissolve subcommittees and may appoint any of its members to serve on such subcommittees. No board, committee, commission or subcommittee may appoint to any of its subcommittees any person who is not a member of the committee, commission or subcommittee unless the person has been nominated

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by the committee, commission or subcommittee and approved by the Common Council. If the board, committee or commission includes subcommittees created or authorized by the Common Council, the members of such subcommittees may serve as members of other subcommittees created by the parent body or created by the subcommittee. (Am. by ORD-18-00077, 8-3-18)

- (e) Notwithstanding Subdivision (d) above, any number of boards, committees and commissions may form joint committees or subcommittees consisting of members of the various boards, committees or commissions which have approved such action.
- (5) Appointments. Except as otherwise provided by ordinance, all appointments shall be made as follows:
- (a) Appointments to Standing Sub-units (except subcommittees) and non-City committees shall be made by the mayor and confirmed by the Common Council.
  - (b) Appointments to subcommittees shall be made by the parent Sub-unit or as authorized under Sec. 33.01(4)(d), MGO.
  - (c) Appointments to Ad Hoc Sub-units shall be subject to the rules set forth in the resolution or order establishing the Sub-unit. If not otherwise provided, appointments shall be made by the Mayor and confirmed by the Common Council.
  - (d) Vacancies. Vacancies shall be filled in the same manner as other appointments.
  - (e) Action on Appointment. The Common Council may confirm a Mayoral appointment, refer the appointment to another meeting, refer the appointment to the Mayor's office or reject an appointment by placing it on file. If an appointment is rejected, the same person may not be nominated for the same position for a period of six (6) months.
  - (f) Alternates. If the Sub-unit is authorized to have Alternate members, the Alternates shall be given numerical appointments (First Alternate, Second Alternate, etc.). When a member or members of the Sub-unit are absent, the Alternates shall act as full members of the Sub-unit in their numerical order, that is, the First Alternate shall first act as a full member; the Second Alternate shall be the next to so act, etc.
- (6) Terms of Appointment.
- (a) All appointments to Sub-units shall be for a term of three (3) years, except for Alders, which shall be for a term expiring on the third Tuesday of the following April. No Mayoral appointment shall commence after the Mayoral term of office.
  - (b) Term Limits. No person, other than Alders, shall serve on any Sub-unit for a period in excess of twelve (12) years, unless authorized by a two-thirds ( $\frac{2}{3}$ ) majority vote of the Common Council. Time served prior to July 1, 2009, shall not be included in any calculation of term limits.
  - (c) Any ordinance amendment or resolution affecting the terms of or the qualifications of members of boards, commissions or committees shall, unless otherwise explicitly provided therein, have prospective application only and shall not have any effect upon the remainder of any terms of office nor upon the appointment of any member of a Sub-unit in existence on the date said ordinance amendment or resolution becomes effective.
  - (d) Notwithstanding any fixed term of office, except for alders, the terms of board, commission and committee members shall run until their successors are appointed and confirmed or for a period of ninety (90) days after the end of the fixed term, whichever is less.

(Am. by ORD-25-00018, 3-20-25)

(7) Officers and Agendas.

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- (a) Sub-units shall, except as otherwise provided, choose their Chair, vice-chair and any other officers. Elections for officers shall be conducted annually, no later than June 30<sup>th</sup> of each year. Officers shall be chosen by secret ballot if requested by any member of the Sub-unit. (Am. by ORD-21-00072, 11-17-21)
  - (b) Officers of Sub-units may be removed by the Sub-unit, at pleasure, or by the Common Council, for cause. Removals by the Common Council may be made only by an affirmative vote of three-fourths of all the members thereof, and by any Sub-unit consisting of 3 or more members, by an affirmative vote of two-thirds of all the members thereof. (Am. by ORD-21-00072, 11-17-21)

(Cr. by Ord. 13,383, 8-23-03; Am. by ORD-17-00030, 3-8-17)

- (c) The chair shall set the agenda for meetings, with the assistance of city staff as needed. By majority vote, the Sub-unit may direct that an item appear on the agenda of a future meeting, provided the Subject matter is under the jurisdiction of the Sub-unit. Every Sub-unit shall include an agenda item to accommodate requests to identify future agenda matters. Discussion regarding said matters shall be limited to the question of whether the item shall be included on a future agenda and shall not include discussion related to the substance of the proposed agenda item. (Cr. by ORD-16-00105, 12-2-16; Am. by ORD-21-00072, 11-17-21)
- (d) No alderperson shall be the chairperson, co-chairperson, or vice-chairperson of any Sub-unit authorized to have more than two resident members appointed by the Mayor and confirmed by the Common Council, except where an office is not filled by a non-Alder member of the Sub-unit. In no event shall alders serve as both chair and vice-chair of the same Sub-unit at the same time. In the event the resident chair and vice-chair are absent from a meeting, an alder, upon consensus of the members present, may assume the chair. (Cr. by ORD-21-00072, 11-17-21)

(8) Attendance, Quorum and Voting.

- (a) If at any board, commission or committee meeting, a quorum is not secured within fifteen (15) minutes of the officially scheduled meeting time, the Sub-unit shall adjourn without taking any action, except that it may set a date and time for its next meeting.
- (b) The chair of each board, commission, and committee (or staff if delegated by the Chair) shall report to the Mayor and Common Council Office each instance in which a member is absent from three consecutive meetings or five (5) meetings out of twelve (12). For purposes of this reporting only, a called meeting that is not held due to lack of a quorum shall count toward a missed meeting by any member not present. The Mayor shall take appropriate action to secure the attendance of such members including, in the Mayor's discretion, requesting their resignation or requesting that the Council remove the person from the Sub-unit.
- (c) In the absence of any statute or ordinance that establishes the quorum for any Sub-unit, quorum is a majority of the number of members fixed by law. Vacant positions shall be counted in determining the quorum of such a body. (Cr. by Ord. 13,652, 7-7-04; Renum. by ORD-07-00048, 4-12-07; Am. by ORD-14-00012, 1-14-14)
- (d) In the absence of any statute or ordinance to the contrary, motions before any Sub-unit shall be passed by an affirmative vote of not less than a majority of the Sub-unit in attendance so long as such majority vote is not less than a majority of the quorum of Sub-unit. (Cr. by Ord. 13,652, 7-7-04; Renum. by ORD-07-00048, 4-12-07)
- (e) If a Sub-unit commences a meeting with a quorum, and at any time thereafter loses quorum, the Sub-unit may only take the following actions in the absence of a quorum: fix a time to adjourn, adjourn, recess, or institute actions such as a Call of the House to obtain a quorum. The chair of any Sub-unit is charged with monitoring the absence of quorum. (Cr. by ORD-14-00048, 3-6-14)

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(9) Minutes and Rules of Procedures.

- (a) Every Sub-unit shall keep minutes of its proceedings. After the minutes have been approved by the board, committee or commission, a copy shall be filed with the City Clerk within five (5) business days.
- (b) Boards, committees, and commissions may adopt rules of procedure. Such rules may not conflict with ordinances or resolutions of the Common Council. In case the Sub-unit does not adopt rules of procedure, it shall be governed by Robert's Rules of Order, insofar as Robert's Rules of Order does not conflict with ordinances or resolutions of the Common Council. Sub-units shall follow the procedure set forth in Sec. 2.21, MGO, on motions for reconsideration, and shall not modify this rule. A motion to reconsider shall not be in order before any Sub-unit when the matter approved has been partially or fully carried out, including actions by City employees, or by the Council or another Sub-unit of the City, by acting upon a recommendation made to the body. Sub-units shall review and make any changes in rules of procedure every two (2) years, which shall be filed with the City Clerk by July 1 of even-numbered years. Boards, commissions and committees shall not adopt rules of procedure that interfere with the right of breastfeeding as protected by Wis. Stat. §§ 253.165 and 23.37, MGO. (Cr. by Ord. 11,233, 4-13-95; Am. by ORD-06-00077, 6-30-06; Renum. by ORD-07-00048, 4-12-07; Am. by ORD-10-00062, 6-15-10; Am. by ORD-18-00002, 1-10-18)
- (c) Unless authorized by the rules adopted under subdivision (b) above, the chair of a Sub-unit shall not vote unless the chair's vote would affect the outcome of the matter before the Sub-unit and shall not participate in making motions or discussion thereon.
- (d) Council Participation. Every Sub-unit, whether created by ordinance, resolution, or order shall permit any member of the Common Council to take part in its deliberations and to speak on any agenda item. This includes closed sessions of Sub-units except as provided herein or if the individual member's exclusion is necessary for the purpose of the closed session. Nevertheless, Council members who are not members of the Sub-unit shall not vote, shall not be counted in determining whether or not there is a quorum, and may not make or second any motion. This subdivision does not apply to quasi-judicial hearings on contested matters, nor to deliberations concerning such hearings on contested matters nor to closed sessions of the Ethics Board held for the purpose of hearing and deliberating confidential requests for advisory opinions pursuant to Sec. 3.35(11)(b), nor to personnel matters.
- (e) Public Comment. Every Sub-unit, including subcommittees created under Subsection (4)(d), above, shall establish a period for public comment at or near the beginning of each meeting. The public comment section of the meeting allows comments on any matter on the agenda or matters not on the agenda, provided, however, that the Sub-unit shall not take action on a matter raised in the public comment portion of the meeting unless that matter is otherwise on the agenda. The Sub-unit may allow public comment on any agenda item at the time that item is taken up. Members of the public who comply with applicable rules, including registering to speak prior to the Sub-unit beginning discussion on any agenda item, on registration forms established by the City, shall be permitted at least three (3) minutes to speak. If the speaker requires an interpreter, either because of his/her limited English proficiency or because of a disability, he/she shall be allowed no less than six (6) minutes.

This subdivision shall not apply to quasi-judicial hearings on contested matters, nor to deliberations concerning such hearings on contested matters nor to closed sessions of the Ethics Board held for the purpose of hearing and deliberating confidential requests for advisory opinions pursuant to Sec. 3.35(11)(b). (Cr. by Ord. 13,129, 8-28-02; Renum. by Ord. 13,267, 3-11-03; ORD-05-00015, 2-15-05; Renum. by ORD-07-00048, 4-12-07)

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- (f) Disclosures and Recusals. Every Sub-unit shall include an agenda item related to disclosures or recusals under the City's Ethics Code, Sec. 3.35(5)(f), MGO. Members of the Sub-unit shall, at the time such agenda item is taken up, state any matters on the agenda for which they will abstain, or for which they believe a disclosure is required under the Ethics Code. (Cr. by ORD-10-00104, 11-17-10)
- (10) Meetings Not to Be Held.
- (a) Budget Meetings and Holidays. Sub-units shall not schedule meetings on the same nights that the Finance Committee or the Common Council is considering the annual Operating and Capital budgets (not including budget presentations). Sub-units shall not schedule meetings on nights that the Common Council has designated as holidays for the purpose of the Council meeting schedule. (Am. by ORD-16-00081, Pub. 9-15-16, Eff. 4-18-17; ORD-22-00116, 11-11-22)
- (b) No Meetings Election Day. No Sub-unit shall meet on any general or primary election day for local, state or national offices, or referenda, nor on any date designated by the Common Council pursuant to Sec. 2.01(4). (Cr. by Ord. 13,308, 4-30-03; Renum. by ORD-06-00176, 12-8-06; Renum. by ORD-07-00048, 4-12-07; Am. by ORD-09-00162, 12-5-09; Am. by ORD-21-00069, 10-28-21)
- (c) Emergency Situation. No Sub-unit shall hold an in-person meeting whenever there has been an officially declared health emergency or other emergency that is applicable to the City of Madison and that limits or prohibits face-to-face gatherings of a group the size of the Sub-unit, unless (1) the Mayor and Common Council President, or (2) the Common Council, determine the meeting is necessary to provide essential functions or support the operations of the City. This provision does not impact the City's ability to conduct meetings by telephone, or the internet, which may occur as technical capacity and other requirements allow. (Cr. by ORD-20-00034, 3-30-20; Am. by ORD-20-00057, 6-29-20)
- (11) Reports.
- (a) Every Sub-unit, whether created by ordinance, resolution, or order shall act on items the Council refers to it, where the votes are contested, by roll call vote. Its report to the Council shall include a list of members who voted and the vote of each. In case any report of a board, committee, or commission shall fail to contain the list of members and votes, the City Clerk shall reject the report and shall return it to the board, committee or commission. Except as provided in Sec. 2.055(4), any Sub-unit, which fails to act upon any matter referred to it by the Common Council, within the deadline for such action as set by the Common Council, shall have been deemed to have waived the opportunity to report to the Common Council on the matter referred. The Common Council may then take up the referred item notwithstanding the board, committee or commissions failure to file a report. (Am. by Ord. 13,652, 7-7-04; Renum. by ORD-07-00048, 4-12-07; Am. by ORD-21-00067, 10-28-21)
- (b) In January and June of each year, the City Clerk shall notify the chair of each Standing Sub-unit of the requirements contained in Subsection 33.01(8)(b) and shall send to the department or division head responsible for providing staff services to the Sub-unit a copy of the notification.
- (12) Recording of Meetings. Every Sub-unit shall also prepare an audio or video recording of the open session portion of each of its meetings which shall be retained in accordance with City records retention policies. This requirement shall not apply to the following Sub-Units:
- (a) Staff committees established pursuant to Sec. 33.27, MGO;
- (b) Sub-units to which City representatives are appointed but which are not regularly staffed by City employees;

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- (c) Subcommittees of any Sub-unit;
  - (d) The Jeffrey Clay Erlanger Civility in Public Discourse Awards Committee, the Reverend Doctor Martin Luther King, Jr. Humanitarian Award, and any other award committees established by the City.

(Cr. by ORD-22-00098, 9-15-22; Am. by ORD-23-00046, 3-16-23)

(Sec. 33.01 Am. by ORD-09-00051, Pub. 4-2-09, Eff. 8-1-09)