



**SPECIAL MEETING OF THE TOWN COUNCIL AGENDA  
FEBRUARY 10, 2026  
TOWN COUNCIL CHAMBERS, 110 EAST MAIN STREET,  
LOS GATOS, CA 95030  
5:30 PM**

*Rob Moore, Mayor*

*Maria Ristow, Vice Mayor*

*Mary Badame, Council Member*

*Matthew Hudes, Council Member*

*Rob Rennie, Council Member*

**IMPORTANT NOTICE**

This is a hybrid meeting and will be held in-person at the Town Council Chambers at 110 E. Main Street and virtually through Zoom Webinar (log-in information provided below). You may watch the Council meeting without providing public comment on Comcast cable channel 15 or at [www.LosGatosCA.gov/TownYouTube](http://www.LosGatosCA.gov/TownYouTube). Members of the public may provide public comments for agenda items in-person or virtually by following the instructions listed at the end of the agenda.

**To watch and participate via Zoom, please go to:**

<https://losgatosca-gov.zoom.us/j/85488322698?pwd=7Sq4eCaTO82GZSxVmc2bKaNicYDDOu.1>

Enter Passcode: 652669

**CALL MEETING TO ORDER**

**ROLL CALL**

**VERBAL COMMUNICATIONS** (*Members of the public are welcome to address the Town Council only on matters listed on the agenda. Town resources may not be used to facilitate audio or visual presentations. Each speaker is limited to no more than three (3) minutes or such time as authorized by the Mayor.*)

**OTHER BUSINESS** (*Each speaker is limited to no more than three (3) minutes or such time as authorized by the Mayor.*)

**1. Discussion of the Town's Strategic Priorities and Budget Process**

RECOMMENDATION: Discuss and review the Town's Strategic Priorities, accomplishments, and the 2026-27 Budget Process, and provide any input.

**2. Training on Rosenberg's Rules of Order**

RECOMMENDATION: Receive the presentation and participate in the training as proposed.

**ADJOURNMENT** (*Council policy is to adjourn no later than midnight unless a majority of Council votes for an extension of time.*)

**ADA NOTICE** - In compliance with the Americans with Disabilities Act, if you require special assistance to participate in this meeting, please contact the Clerk's Office at (408) 354-6834. Please notify the Clerk's Office at least two (2) business days prior to the meeting so that reasonable arrangements can be made to ensure accessibility in compliance with 28 CFR §35.102-35.104 and related provisions.

**NOTICE REGARDING SUPPLEMENTAL MATERIALS** - Materials related to an item on this agenda submitted to the Town Council after initial distribution of the agenda packets are available for public inspection in the Clerk's Office at Town Hall, 110 E. Main Street, Los Gatos and on the Town's website at [www.losgatosca.gov](http://www.losgatosca.gov). Town Council agendas and related materials can be viewed online at <https://losgatos-ca.municodemeeetings.com/>.

### **HOW TO PARTICIPATE**

The public is welcome to provide oral comments in real-time during the meeting in three ways:

**Zoom Webinar (Online):** Join from a PC, Mac, iPad, iPhone or Android device. Please click this URL to join: <https://losgatosca-gov.zoom.us/j/85488322698?pwd=7Sq4eCaTO82GZSxVmc2bKaNicYDDOu.1>

Passcode: **652669**. You can also type in **854 8832 2698** in the "Join a Meeting" page on the Zoom website at [zoom.us](https://zoom.us) and use passcode **652669**.

When the Mayor announces the item for which you wish to speak, click the "raise hand" feature in Zoom. If you are participating by phone on the Zoom app, press \*9 on your telephone keypad to raise your hand.

**Telephone:** Please dial 1 (855) 758-1310 for US Toll-free or 1 (408) 961-3927 for US Toll. (Meeting ID: 854 8832 2698)

If you are participating by calling in, press \*9 on your telephone keypad to raise your hand.

**In-Person:** Please complete a "speaker's card" located on the back of the chamber benches and return it to the Town Clerk before the meeting or when the Mayor announces the item for which you wish to speak.

**NOTES:** Comments will be limited to three (3) minutes or less at the Mayor's discretion.

If you are unable to participate in real-time, you may email [Clerk@losgatosca.gov](mailto:Clerk@losgatosca.gov) with the subject line "Public Comment Item #\_\_" (insert the item number relevant to your comment).

Deadlines to submit written comments are:

- 11:00 a.m. the business day before the Council meeting for inclusion in an addendum.
- 11:00 a.m. on the day of the Council meeting for inclusion in a desk item.



**TOWN OF LOS GATOS  
COUNCIL AGENDA REPORT**

MEETING DATE: 02/10/2026

ITEM NO: 1

ITEM NO. 1.

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DATE: February 10, 2026  
TO: Mayor and Town Council  
FROM: Chris Constantin, Town Manager  
SUBJECT: **Discussion of the Town's Strategic Priorities and Budget Process**

**RECOMMENDATION:** Discuss and review the Town's Strategic Priorities, accomplishments, and the 2026-27 Budget Process, and provide any input.

**FISCAL IMPACT:**

There is no immediate fiscal impact associated with this report. However, based on the outcomes of the discussion, future budgetary adjustments may be considered to better align resources with strategic priorities.

**STRATEGIC PRIORITY:**

This item involves a discussion of all strategic priorities shown in Attachment 2.

**BACKGROUND:**

The Town of Los Gatos has emphasized strategic planning as a foundational tool for effective governance, fiscal responsibility, and the delivery of high-quality public services. The Town's mission, vision, core goals (**Attachment 1**), and strategic priorities (**Attachment 2**) together establish the framework that guides policy decisions, resource allocation, and long-term planning efforts.

During the February 11, 2025, Strategic Priority Retreat, the Town Council confirmed continued alignment with the Town's mission, vision, and core goals, with no changes recommended in those areas. In contrast, there was substantive discussion regarding the Town's strategic

**PREPARED BY:** Chris Constantin  
Town Manager

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Reviewed by: Town Manager, Assistant Town Manager, and Administrative Services Director

priorities. That discussion resulted in revisions to the 2025–2027 Strategic Priorities, including the identification of three top priorities and the reframing of several additional priorities.

The three top priorities were intended to concentrate Town efforts and resources in areas where focused attention would support meaningful progress. These priorities include:

- Further the Town's emergency preparedness, resiliency, and response capabilities, particularly in the area of wildfire risk.
- Ensure prudent financial management to result in structurally balanced five-year forecasts and fully funded five-year Capital Improvement Plans, managing liabilities such as pension costs and leveraging the Town's assets, efficiencies, partnerships, and revenue streams. Define and implement a cohesive deferred capital improvement program for Town facilities and lifecycle assets.
- Preserve the Town's small-town charm and provide a range of housing opportunities and historic neighborhoods, while diligently maintaining and implementing the Housing Element.

While the remaining items continue to be identified as strategic priorities, the intent of the revised framework was to focus staff capacity and organizational effort on the top priorities, with progress on additional priorities occurring as resources and workload allow.

This study session is intended to provide a focused discussion of the Strategic Priorities, offer a high-level overview of the Town's policy direction as it relates to development of the 2026–27 Operating and Capital Budgets, and provide the Town Council with an opportunity to share additional insight to inform staff as the budget development process moves forward.

#### DISCUSSION:

Strategic priorities are intended to translate the Town's mission, vision, and core goals into a clear and organized framework for decision-making, resource allocation, and organizational focus over a defined period of time. Collectively, they identify areas of work that warrant deliberate attention and coordination, while recognizing that the Town must continue to deliver a wide range of ongoing services and initiatives.

Within this framework, the identification of top priorities is intended to help focus efforts in key areas where sustained attention can support meaningful progress. The additional priorities continue to reflect important strategic areas that guide Town activities and policy direction. This distinction is intended to support clarity and sequencing, rather than to diminish the importance of any individual priority, and to acknowledge the need to balance organizational ambition with available staff and financial capacity.

As a practical matter, emphasizing the top priorities may result in slower advancement or deferred progress on other priorities. Council discussion regarding acceptable pacing and sequencing across priorities will assist staff in aligning workload, staffing, and capital planning assumptions.

### *Discussion of Strategic Priorities and Accomplishments*

As part of this study session, staff will provide a high-level overview of each strategic priority, including highlights of key accomplishments to date, current initiatives underway, and areas of focus moving forward. This approach is intended to support a shared understanding of progress across all priority areas and to inform the Town Council's discussion as it considers future direction and resource alignment.

Town Council input on the approaches staff are taking on strategic priorities is valuable. Council feedback related to work aligned with the strategic priorities would be especially helpful at this time, as it will provide departments with full visibility and awareness. During budget development, staff will endeavor to incorporate such feedback where possible, and any inclusions will be identified later in the budget process. If there are any other items not addressed in the budget, the Council can act to give direction at the time the budget is being considered, and additional analysis for such items can be undertaken and brought back to Council at either final budget approval or early in the fiscal year.

### *Reframing the Current Budget Structure to Support Performance Tracking and Reporting*

In 2025, staff initially anticipated identifying tactical priorities to further refine the strategic priorities framework. However, following a review of the Town's existing performance measurement systems, the Town Council's and Finance Commission's interest in clearer performance indicators, such as a balanced scorecard, and an assessment of the complexity involved in developing meaningful tactical priorities, staff concluded that a different approach is warranted. This conclusion is further supported by the strategic priority to:

*"Develop structure to ensure accountability of how funding resources move forward the Town's core goals and priorities."*

Section D of the Operating Budget, which presents departmental budgets, programs, and activities, currently serves as the primary vehicle for reporting on Town operations. This section comprises approximately 330 pages of the nearly 600-page budget document.

At present, information for departments, offices, and programs generally includes narrative descriptions, budget overviews, listings of key program services, summaries of revenues and expenditures, full-time equivalent staffing details, accomplishments and projects organized by core goals, and performance objectives and measures spanning a five-year period.

PAGE 4 OF 7

SUBJECT: Discussion of the Town's Strategic Priorities and Budget Process

DATE: February 10, 2026

Based on a review of how this information is used and the level of staff effort required to produce it, this section does not appear to effectively support the Town's strategic priorities or decision-making needs. Additionally, the scope and format of the section have resulted in a substantial workload that functions more as a once-a-year reporting exercise than as a tool for ongoing improvement, accountability, or course correction.

To advance the strategic priority related to accountability for core goals and priorities, staff are reviewing this section and anticipating reframing and revising it over the next one to two years to improve its usefulness and relevance. The objective is to better support budget discussions and to establish a higher-level performance indicator structure that provides more timely, ongoing information for Town Council consideration throughout the year.

#### *Budget Approach for 2026-27 - Operating*

The Town maintains a five-year forecast annually to provide insight into the budget process. For the past several years, the Town has projected deficit spending for future years. The most recent five-year forecast indicates a deficit of \$4.1 million for 2026-27, with deficits reaching as high as \$5 million in 2029-30. Such projections would necessitate significant reductions to balance the budget or to rely on reserve balances, to the extent available, in order to preserve programs and services.

However, where the Town projected deficits, it has ended those years with surpluses due to one-time factors that recently included higher vacancy savings, higher interest income, and lower expenditures than budgeted. Thus, in 2024-25, when the Town was preparing the budget for 2025-26, the Town made some reductions but strategically decided to rely on reserve balances to preserve programs and services. This approach was intended to remain an approach until the Town incurred an actual deficit, which would necessitate structural reductions.

In late 2025, the Town contracted with NHA Advisors, and its subcontractors Raftelis and Willdan, to perform a financial condition assessment, ten-year forecast, fiscal impact analysis for housing development, and an asset liability study. The purpose of these efforts was to provide more refined information to allow for better budget planning and to address longer-term efforts to structurally balance the budget while also maximizing the efficient allocation of capital resources to support the second top priority of prudent financial management.

Preliminary information from the consulting team is that the Town's current level of service, while not accounting for deferred maintenance and other additional expenditure items, would result in smaller deficits than the Town's prior five-year forecast. Such information aligns with historical performance. While the information is very preliminary and only reflects 6 weeks of the consultant's analysis, staff believes approaching the 2026-27 budget with a more cautious approach to reductions and to rely on reserve balances to reduce impacts on program and services remains a prudent approach.

PAGE 5 OF 7

SUBJECT: Discussion of the Town's Strategic Priorities and Budget Process

DATE: February 10, 2026

As such, staff intend to proceed with the current year budget approach of balancing planned use of reserves with proposed reductions, with a focus on reducing impact on operations until such a time that the Town actually incurs a deficit at the end of the year. The executive team will meet again to collaboratively assess such impacts and reserve use to take into account the Council perspective received tonight, expertise of department heads, and balancing priorities for the 2026-27 year.

This approach reflects a policy tradeoff between accelerating structural reductions before deficits are realized versus preserving current service levels while additional financial data is developed. Council discussion of this tradeoff and tolerance for the planned use of reserves relative to service reductions will help inform how conservative or flexible the proposed 2026-27 budget should be.

#### *Budget Approach for 2026-27 – Capital*

In recent years, numerous questions have been presented to staff regarding the capital improvement and maintenance needs of the Town. Questions have also been presented to staff regarding project delivery.

On November 19, 2024, a Town Council study session addressed the topic of the Town of Los Gatos Capital Improvement Program. At that meeting, the Council received a report on the capital-related needs of the Town as they relate to buildings, roadways, parks, storm drainage, and information technology.

To address the questions and concerns that have been presented to staff, the Town's Capital Improvement Program for Fiscal Years 2025-26 through 2029-30 presented projects as Tier 1 and Tier 2. Tier 1 projects were identified as high priority projects that would receive staff attention in Fiscal Year 2025-26. Tier 2 projects were all other previously funded projects for which staff time and financial resources could not be dedicated in the current year.

Progress on Tier 1 capital improvements is ongoing. A total of 36 Tier 1 projects were planned for Fiscal Year 2025-26; eight of these are expected to be fully completed and closed by the end of the fiscal year. All others are in progress with consultant selection, design, construction, or grant agreement development, being completed during the current fiscal year. **Attachment 3** is a summary of project status.

For Fiscal Year 2026-27, staff will continue the Tier 1 and Tier 2 project delivery approach and will continue working on the remaining Tier 1 projects. Two new Tier 1 projects are currently under consideration to be added in the next fiscal year: Fleet Outdoor Service Work Area (Construction Phase) and Replacement of Emergency Backup Generator at 41 Miles Avenue. The Fleet Outdoor Service Area (Construction Phase) is a continuation of the design phase of this work (existing Tier 1 Project No 821-2311). The replacement of the emergency generator at

PAGE 6 OF 7

SUBJECT: Discussion of the Town's Strategic Priorities and Budget Process

DATE: February 10, 2026

Parks and Public Works (PPW) is a critical need. The generator has exceeded its useful life. If it were to fail, PPW could not operate, including the Town's fuel pump system; failure of which would hinder PPW and public safety operations.

Recognizing that better systems and data management are needed to more effectively manage public works infrastructure, and for more robust capital planning, PPW staff have begun to strengthen their internal systems. As part of this effort, PPW has recently filled a dedicated Systems and Data Analyst position to support this work. This analyst will focus on building out the existing work order system and expanding it, so all assets are represented. Information provided for each asset will include the type of asset, date of installation, life expectancy, projected replacement dates, annual maintenance needs, and associated costs. Building out this system for all assets is expected to require two to three years of effort.

Vehicles and buildings will be the first areas of focus. Preventive maintenance schedules and information for vehicles are already represented in the asset management program. Financial information on replacement values and life cycles will be added to the vehicle information to make this data complete and ready to use for budgeting. Buildings are also a primary target because the Town has initial facility assessments that were completed in 2022, providing data on projected replacement cycles of certain building systems. This information provides a basis for developing the asset management system.

The Town Council's input regarding high-level expectations for the approach, pacing, and sequencing of capital project delivery would be helpful during this discussion.

**CONCLUSION:**

Town Council input is requested, particularly regarding priority emphasis, tolerance for the planned use of reserves relative to service reductions, and expectations for the pacing and sequencing of capital project delivery. The results of this planning process should be to gain an understanding of how the Town is performing and how it can improve going forward.

**COORDINATION:**

The item was coordinate with the Town Manager, Parks and Public Works Director, and the Administrative Services Director.

**ENVIRONMENTAL ASSESSMENT:**

This is not a project defined under the California Environmental Quality Act (CEQA), and no further environmental review is required.

**Attachments:**

SUBJECT: Discussion of the Town's Strategic Priorities and Budget Process

DATE: February 10, 2026

1. Current language of the Town's mission, vision, and core goals
2. Town's 2025-2027 Strategic Priorities
3. 2025-26 CIP Project Status
4. Public Comment

# Los Gatos Mission, Vision, and Core Goals

## Mission

The mission of the Town of Los Gatos is to enhance the quality of life in Los Gatos by providing the highest quality leadership and most efficient services and facilities.

The Town strives to provide a working environment which promotes excellence; fosters cooperation; values volunteerism; and seeks to meet the needs of the community and the Town Council, employees, commissions, committees, and boards.

## Vision Statement

After community discussions at the General Plan Update Advisory Committee and Planning Commission, the Los Gatos Town Council approved a Vision Statement for the Los Gatos 2040 General Plan on August 20, 2019. The Vision Statement is written in the present tense to describe the Town in the year 2040.

“The Town of Los Gatos is a welcoming, family-oriented, and safe community nestled in the beautiful foothills of the Santa Cruz Mountains. The Town is a sustainable community that takes pride in its small-town character and provides a range of housing opportunities, historic neighborhoods, local culture and arts, excellent schools, and a lively and accessible downtown. Los Gatos offers a choice of mobility options, superior public facilities and services, and an open and responsive local government that is fiscally sound. The Town includes a mix of businesses throughout Town that serve all residents, workers, and visitors. Los Gatos has a dynamic and thriving economy that includes a mix of businesses throughout Town that serves all residents, workers, and visitors.”

## Core Goals

- ***Community Character:*** Preserve and enhance the Town’s historic resources and small-town character; foster the economic vitality of all business locations; maintain and enhance diverse neighborhoods, promote sustainability practices, and protect and conserve the natural environment for present and future generations.
- ***Good Governance:*** Ensure open, responsive, accountable, transparent, accessible, inclusive, and collaborative government that encourages public involvement.
- ***Fiscal Stability:*** Maintain current and long-term fiscal stability while striving to deliver high-quality, cost-effective, and efficient municipal services that meet the current and long-term needs of the community.
- ***Quality Public Infrastructure:*** Maintain the condition and availability of public facilities, infrastructure, and a well-connected transportation system that enables safe

access for all transportation modes, including pedestrians, people with access and functional needs, bicyclists, motorists, transit riders, and people of all ages and abilities.

- ***Civic Engagement:*** Foster opportunities for meaningful community involvement in government processes, encourage recreational and personal enrichment, and promote ethnic, cultural, and socio-economic diversity and equity to enhance the quality of life in Los Gatos.
- ***Public Safety:*** Ensure public safety through proactive community policing, effective emergency response, community-wide emergency preparation, education, and a community design that is responsive to the full range of potential natural and human-made hazards and safety issues.



# Strategic Priorities

## 2025 - 2027

### **CORE GOALS:** COMMUNITY CHARACTER      GOOD GOVERNANCE      FISCAL STABILITY

### QUALITY PUBLIC INFRASTRUCTURE      CIVIC ENGAGEMENT      PUBLIC SAFETY

## Top Priorities

## Additional Priorities

- Further the Town's emergency preparedness, resiliency, and response capabilities, particularly in the area of wildfire risk. (Goal: Public Safety)
- Ensure prudent financial management to result in structurally balanced five-year forecasts and fully funded five-year Capital Improvement Plans, managing liabilities such as pension costs and leveraging the Town's assets, efficiencies, partnerships, and revenue streams. Define and implement a cohesive deferred capital improvement program for Town facilities and lifecycle assets. (Goal: Fiscal Stability)
- Preserve the Town's small-town charm and provide a range of housing opportunities and historic neighborhoods, while diligently maintaining and implementing the Housing Element. (Goal: Community Character)
- Develop structure to ensure accountability of how funding resources move forward the Town's core goals and priorities. (Goal: Fiscal Stability)
- Implement transportation demand management and traffic calming efforts to mitigate traffic congestion where possible, while ensuring safety for all users and making bicycle and pedestrian improvements. (Goal: Quality Public Infrastructure)
- Manage downtown parking that is easy to access and locate for residents and visitors. (Goal: Quality Public Infrastructure)
- Promote sustainability practices and protect and conserve the natural environment for present and future generations. (Goal: Community Character)
- Foster the economic vitality of businesses in Town. (Goal: Community Character)
- Ensure all residents and visitors feel a sense of belonging in Los Gatos, maintaining and enhancing the Town as a welcoming, family-oriented, safe, and inclusive community. (Goal: Civic Engagement)
- Continue to engage community service providers to meet the needs of older adults. (Goal: Civic Engagement)
- Continue to engage community service providers to meet the needs of unhoused residents. (Goal: Civic Engagement)

## FY25/26 Tier 1 Capital Improvement Project Status

Project Number	Program	Responsible Department	Project Name	Projected Status by June 30, 2026
811-9901	Street Reconstruction and Resurfacing	Parks and Public Works	Annual Street Repair & Resurfacing	Construction
811-9902	Street Safety & Maintenance	Parks and Public Works	Annual Street Restriping	Construction
811-9904	Street Safety & Maintenance	Parks and Public Works	Unanticipated Repairs – Annual	On-Going
811-0008	Street Safety & Maintenance	Parks and Public Works	Shannon Road Repair	Construction
811-0010	Street Safety & Maintenance	Parks and Public Works	Blossom Hill Road – Union to Camden	Grant Agreement Development
812-0130	Street Safety & Maintenance	Parks and Public Works	Roadside Fire Fuel Reduction	On-Going
812-0133	Street Safety & Maintenance	Parks and Public Works	VMT Mitigation Program	Complete
812-0134	Street Safety & Maintenance	Parks and Public Works	Measure B Education & Encouragement	On-Going
813-9921	Street Improvement	Parks and Public Works	Curb, Gutter & Sidewalk Maintenance	Construction
813-0218	Street Improvement	Parks and Public Works	Shannon Road Pedestrian and Bikeway Improvements	Complete
813-0242	Street Improvement	Parks and Public Works	Parking Program Implementation	On-Going
816-0414	Street Improvement	Parks and Public Works	Stormwater System – Pollution Prevention Compliance	On-Going
816-0418	Street Improvement	Parks and Public Works	Vasona Oaks Drainage Failure Repair	Phase I - Complete/Phase II - In Design
816-0420	Street Improvement	Parks and Public Works	Annual Storm Drain Improvement Project	On-Going
816-0421	Street Improvement	Parks and Public Works	Loma Street Drainage	Study Phase
816-0423	Street Improvement	Parks and Public Works	709 University Avenue Drainage System Replacement	Design
816-0425	Street Improvement	Parks and Public Works	Storm Drainage Mapping	Phase I - Complete/Phase II - In Progress
817-0705	Street Improvement	Parks and Public Works	Downtown Parking Lots Seal Coat & Restriping	Construction (with Street Resurfacing)
818-0803	Bridge	Parks and Public Works	Highway 17 Bicycle & Pedestrian Bridge - Design	Design
831-4007	Parks	Parks and Public Works	Oak Meadow Bandstand Area Improvements	Construction
831-4605	Parks	Parks and Public Works	Parks Playground Fibar Project	On-Going
831-4611	Parks	Parks and Public Works	Sport Court Resurfacing	Construction
832-4508	Trails	Parks and Public Works	Vegetation Management – Town-wide	Maintenance Phase
821-2009	Town Infrastructure	Parks and Public Works	Public Art Gateway Project	Complete
821-2012	Town Infrastructure	Emergency Management	Emergency Preparedness	On-Going
821-2013	Town Infrastructure	Parks and Public Works	Annual ADA Compliance Work	On-Going
821-2117	Town Infrastructure	Parks and Public Works	Civic Center HR Offices	Complete
821-2120	Town Infrastructure	Parks and Public Works	Civic Center Plumbing Repair and HVAC Repairs	On-Going

## FY25/26 Tier 1 Capital Improvement Project Status

Project Number	Program	Responsible Department	Project Name	Projected Status by June 30, 2026
821-2311	Town Infrastructure	Parks and Public Works	Fleet Service Outdoor Work Area (Design Phase)	Design
821-2404	Town Infrastructure	Parks and Public Works	POB Space Study	Complete
821-2505	Town Infrastructure	Parks and Public Works	Battery Power Supply Library	Construction
821-2312	Town Infrastructure	Parks and Public Works	Auto Gate Replacements – PPW and POB	Complete
821-2313	Town Infrastructure	Parks and Public Works	EV Chargers at 41 Miles Avenue	Hold
841-6101	Equipment	IT	Enterprise Resource Planning (ERP) Upgrade	In Progress
841-6103	Equipment	IT	EOC Communication Upgrade	Complete
841-6104	Equipment	IT	IT Disaster Recovery Improvements	Complete
841-6105	Equipment	IT	IT Disaster Resiliency Project	In Progress

**From:** [Sara Murphy](#)  
**To:** [Council](#)  
**Subject:** Budget prioritization  
**Date:** Monday, February 2, 2026 3:37:24 PM

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[EXTERNAL SENDER]

Hello,

In response to Mayor Rob Moore's request for submission of projects for prioritization for 2026, I would like to suggest discussion of a solution to the lack of a permanent public bathroom in downtown Los Gatos. I have done some preliminary investigation on this issue, and I am happy to share the information that I have gathered.

Thank you for your time and consideration,

Sara Murphy MD

**From:** [Beckett, Linnea](#)  
**To:** [Clerk](#)  
**Subject:** Public Comment: 2/10/2026 Town Council Budget Meeting, Capital Improvement Plan  
**Date:** Tuesday, February 3, 2026 1:11:09 PM

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[EXTERNAL SENDER]

Honorable Los Gatos Town Council Members,

My name is Linnea Beckett, and I live at [REDACTED] Pine Forest Place, SJ 95118.

I support an investment in the Capital Improvement Plan to complete the design phase of the proposed community garden on Pinehurst Avenue near Union Middle School in Los Gatos.

I am a science educator and researcher and have spent many years working in community gardens as spaces of intergenerational informal learning. Community gardens are important public spaces that can generate innumerable economic, environmental and health benefits. I have built community gardens in the past and am knowledgeable of the labor, governance, and resources needed for building and maintaining shared community garden spaces.

I whole-heartedly support the Pinehurst Community Garden because it is in my neighborhood and has the potential to become an important gathering place for community-based education, health and wellbeing. Community gardens invite diverse knowledges and support cultural heritage. I want a place to plant and cultivate with my daughter so she can learn about the land, dirt and food.

If you would like to contact me about my support for the Pinehurst Community project, feel free to email me at [REDACTED].

Yours sincerely,

Linnea Beckett



## TOWN OF LOS GATOS COUNCIL AGENDA REPORT

MEETING DATE: 02/10/2026

ITEM NO: 2

ITEM NO. 2.

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DATE: February 10, 2026  
TO: Mayor and Town Council  
FROM: Chris Constantin, Town Manager  
SUBJECT: **Receive Training on Rosenberg's Rules of Order**

RECOMMENDATION: Receive the presentation and participate in the training as proposed.

FISCAL IMPACT:

There is no fiscal impact associated with this report.

STRATEGIC PRIORITY:

Not Applicable.

BACKGROUND:

On January 20, 2026, the Town Council approved updates to the Town's Agenda Format and Rules Policy (Council Policy 2-01). As part of that action, the Council formally adopted Modified Rosenberg's Rules of Order (**Attachment 1**) as the default parliamentary authority governing the conduct of Town Council meetings.

Rosenberg's Rules of Order, authored by Judge Dave Rosenberg and published by the League of California Cities, are expressly designed for small legislative bodies and emphasize clarity, efficiency, and public accessibility while preserving majority rule and minority rights (**Attachment 2**).

When adopting the policy, the Town Council approved two specific modifications to the standard Rosenberg's Rules framework. These modifications are codified in the Town's Agenda Format and Rules Policy and supersede the default language of Rosenberg's Rules 2011 edition.

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PREPARED BY: Chris Constantin  
Town Manager

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Reviewed by: Town Manager, Assistant Town Manager, and Administrative Services Director

PAGE 2 OF 3

SUBJECT: Training on Rosenbergs Rules of Order for Meetings

DATE: February 10, 2026

DISCUSSION:

The Town's policy provides that Council meetings shall be conducted under the Modified Rosenberg's Rules of Order, rather than Robert's Rules of Order, to better suit the needs of a five-member legislative body operating in a public meeting environment. The rules establish a clear, step-by-step format for agenda item consideration, motions, debate, voting, and decorum.

The Council modified Rosenberg's Rules in two discrete areas.

**1. Questions After Public Comment**

Under standard Rosenberg's Rules, Councilmember questions of staff typically occur before public comment during an agenda item. The Town Council modified the "Basic Format for an Agenda Item Discussion" to allow Council Members to ask questions both before and after public comment has concluded.

This change alters the sequencing of the agenda item discussion and is therefore a procedural distinction from the default Rosenberg's Rules framework.

**2. Reconsideration of Prior Council Actions**

The Council also adopted a revised the timing requirement for a motion to reconsider. Under standard Rosenberg's Rules, a motion to reconsider was required to be made at the same meeting at which the original action occurred, unless the Council voted by a two-thirds majority to suspend the rules and allow reconsideration at a later meeting.

The revised language allows a motion to be made and considered no later than the next regularly scheduled Council meeting following the original action. This eliminates the need to suspend the rules, provides additional flexibility for Council Members, and improves clarity for staff and the public regarding when reconsideration is permissible.

*Purpose of the Training*

A formal presentation and training session will:

- Ensure all Council Members have a shared understanding of the adopted rules.
- Clarify how the Town's modifications differ from default Rosenberg's Rules.
- Reduce procedural ambiguity during meetings.
- Promote consistent application by the Mayor, Council Members, staff, and the public.

The training is informational and procedural in nature and does not involve policy changes.

PAGE 3 OF 3

SUBJECT: Training on Rosenbergs Rules of Order for Meetings

DATE: February 10, 2026

CONCLUSION:

The Town Council has adopted Modified Rosenberg's Rules of Order as the governing parliamentary framework for Council meetings, with two specific Council-directed modifications addressing post-public-comment questions and reconsideration of prior actions. A dedicated presentation and training session will support consistent, transparent, and orderly meeting conduct in accordance with the adopted policy.

Staff therefore recommends that the Town Council receive the presentation and participate in the training as proposed.

ALTERNATIVES:

Not Applicable

COORDINATION:

The item was coordinated with the Town Clerk.

ENVIRONMENTAL ASSESSMENT:

This is not a project defined under the California Environmental Quality Act (CEQA), and no further environmental review is required.

Attachments:

1. Modified Rosenberg's Rules of Order 2011 version
2. Rosenberg's Rules of Order 2011 version

**Rosenberg's Rules of Order**  
**REVISED 2011 Simple Rules of Parliamentary Procedure for the 21st Century**  
**By Judge Dave Rosenberg**  
**[Modified by Town Council on January 20, 2026]**

**MISSION AND CORE BELIEFS**

To expand and protect local control for cities through education and advocacy to enhance the quality of life for all Californians.

**VISION**

To be recognized and respected as the leading advocate for the common interests of California's cities.

**About the League of California Cities**

Established in 1898, the League of California Cities is a member organization that represents California's incorporated cities. The League strives to protect the local authority and autonomy of city government and help California's cities effectively serve their residents. In addition to advocating on cities' behalf at the state capitol, the League provides its members with professional development programs and information resources, conducts education conferences and research, and publishes *Western City* magazine.

**ABOUT THE AUTHOR**

Dave Rosenberg is a Superior Court Judge in Yolo County. He has served as presiding judge of his court, and as presiding judge of the Superior Court Appellate Division. He also has served as chair of the Trial Court Presiding Judges Advisory Committee (the committee composed of all 58 California presiding judges) and as an advisory member of the California Judicial Council. Prior to his appointment to the bench, Rosenberg was member of the Yolo County Board of Supervisors, where he served two terms as chair. Rosenberg also served on the Davis City Council, including two terms as mayor. He has served on the senior staff of two governors, and worked for 19 years in private law practice. Rosenberg has served as a member and chair of numerous state, regional and local boards. Rosenberg chaired the California State Lottery Commission, the California Victim Compensation and Government Claims Board, the Yolo-Solano Air Quality Management District, the Yolo County Economic Development Commission, and the Yolo County Criminal Justice Cabinet. For many years, he has taught classes on parliamentary procedure and has served as parliamentarian for large and small bodies.

## INTRODUCTION

The rules of procedure at meetings should be simple enough for most people to understand. Unfortunately, that has not always been the case. Virtually all clubs, associations, boards, councils and bodies follow a set of rules — *Robert's Rules of Order* which are embodied in a small, but complex, book. Virtually no one I know has actually read this book cover to cover. Worse yet, the book was written for another time and for another purpose. If one is chairing or running a parliament, then *Robert's Rules of Order* is a dandy and quite useful handbook for procedure in that complex setting. On the other hand, if one is running a meeting of say, a five-member body with a few members of the public in attendance, a simplified version of the rules of parliamentary procedure is in order.

Hence, the birth of *Rosenberg's Rules of Order*. What follows is my version of the rules of parliamentary procedure, based on my decades of experience chairing meetings in state and local government. These rules have been simplified for the smaller bodies we chair or in which we participate, slimmed down for the 21st Century, yet retaining the basic tenets of order to which we have grown accustomed. Interestingly enough, *Rosenberg's Rules* has found a welcoming audience. Hundreds of cities, counties, special districts, committees, boards, commissions, neighborhood associations and private corporations and companies have adopted *Rosenberg's Rules* in lieu of *Robert's Rules* because they have found them practical, logical, simple, easy to learn and user friendly.

This treatise on modern parliamentary procedure is built on a foundation supported by the following four pillars:

1. **Rules should establish order.** The first purpose of rules of parliamentary procedure is to establish a framework for the orderly conduct of meetings.
2. **Rules should be clear.** Simple rules lead to wider understanding and participation. Complex rules create two classes: those who understand and participate; and those who do not fully understand and do not fully participate.
3. **Rules should be user friendly.** That is, the rules must be simple enough that the public is invited into the body and feels that it has participated in the process.
4. **Rules should enforce the will of the majority while protecting the rights of the minority.** The ultimate purpose of rules of procedure is to encourage discussion and to facilitate decision making by the body. In a democracy, majority rules. The rules must enable the majority to express itself and fashion a result, while permitting the minority to also express itself, but not dominate, while fully participating in the process.

## ESTABLISHING A QUORUM

The starting point for a meeting is the establishment of a quorum. A quorum is defined as the minimum number of members of the body who must be present at a meeting for business to be legally transacted. The default rule is that a quorum is one more than half the body. For example, in a five-member body a quorum is three. When the body has three members present, it can legally transact business. If the body has less than a quorum of members present, it cannot legally transact business. And even if the body has a quorum to begin the meeting, the body can lose the quorum during the meeting when a member departs (or even when a member leaves the dais). When that occurs the body loses its ability to transact business until and unless a quorum is reestablished.

The default rule, identified above, however, gives way to a specific rule of the body that establishes a quorum. For example, the rules of a particular five-member body may indicate that a quorum is four members for that particular body. The body must follow the rules it has established for its quorum. In the absence of such a specific rule, the quorum is one more than half the members of the body.

## THE ROLE OF THE CHAIR

While all members of the body should know and understand the rules of parliamentary procedure, it is the chair of the body who is charged with applying the rules of conduct of the meeting. The chair should be well versed in those rules. For all intents and purposes, the chair makes the final ruling on the rules every time the chair states an action. In fact, all decisions by the chair are final unless overruled by the body itself.

Since the chair runs the conduct of the meeting, it is usual courtesy for the chair to play a less active role in the debate and discussion than other members of the body. This does not mean that the chair should not participate in the debate or discussion. To the contrary, as a member of the body, the chair has the full right to participate in the debate, discussion and decision-making of the body. What the chair should do, however, is strive to be the last to speak at the discussion and debate stage. The chair should not make or second a motion unless the chair is convinced that no other member of the body will do so at that point in time.

## THE BASIC FORMAT FOR AN AGENDA ITEM DISCUSSION

Formal meetings normally have a written, often published agenda. Informal meetings may have only an oral or understood agenda. In either case, the meeting is governed by the agenda and the agenda constitutes the body's agreed-upon roadmap for the meeting. Each agenda item can be handled by the chair in the following basic format:

**First**, the chair should clearly announce the agenda item number and should clearly state what the agenda item subject is. The chair should then announce the format (which follows) that will be followed in considering the agenda item.

**Second**, following that agenda format, the chair should invite the appropriate person or persons to report on the item, including any recommendation that they might have. The appropriate person or persons may be the chair, a member of the body, a staff person, or a committee chair charged with providing input on the agenda item.

**Third**, the chair should ask members of the body if they have any technical questions of clarification. At this point, members of the body may ask clarifying questions to the person or persons who reported on the item, and that person or persons should be given time to respond.

**Fourth**, the chair should invite public comments, or if appropriate at a formal meeting, should open the public meeting for public input. If numerous members of the public indicate a desire to speak to the subject, the chair may limit the time of public speakers. At the conclusion of the public comments, the chair should announce that public input has concluded (or the public hearing, as the case may be, is closed).

**[Added Step by Council]** At the close of public comments, the chair should ask members of the body if they have any questions of clarification. At this point, members of the body may ask clarifying questions to the person or persons who reported on the item, and that person or persons should be given time to respond.

**Fifth**, the chair should invite a motion. The chair should announce the name of the member of the body who makes the motion.

**Sixth**, the chair should determine if any member of the body wishes to second the motion. The chair should announce the name of the member of the body who seconds the motion. It is normally good practice for a motion to require a second before proceeding to ensure that it is not just one member of the body who is interested in a particular approach. However, a second is not an absolute requirement, and the chair can proceed with consideration and vote on a motion even when there is no second. This is a matter left to the discretion of the chair.

**Seventh**, if the motion is made and seconded, the chair should make sure everyone understands the motion. This is done in one of three ways:

1. The chair can ask the maker of the motion to repeat it;

2. The chair can repeat the motion; or
3. The chair can ask the secretary or the clerk of the body to repeat the motion.

**Eighth**, the chair should now invite discussion of the motion by the body. If there is no desired discussion, or after the discussion has ended, the chair should announce that the body will vote on the motion. If there has been no discussion or very brief discussion, then the vote on the motion should proceed immediately and there is no need to repeat the motion. If there has been substantial discussion, then it is normally best to make sure everyone understands the motion by repeating it.

**Ninth**, the chair takes a vote. Simply asking for the "ayes" and then asking for the "nays" normally does this. If members of the body do not vote, then they "abstain". Unless the rules of the body provide otherwise (or unless a super majority is required as delineated later in these rules), then a simple majority (as defined in law or the rules of the body as delineated later in these rules) determines whether the motion passes or is defeated.

**Tenth**, the chair should announce the result of the vote and what action (if any) the body has taken. In announcing the result, the chair should indicate the names of the members of the body, if any, who voted in the minority on the motion. This announcement might take the following form: "The motion passes by a vote of 3-2, with Smith and Jones dissenting. We have passed the motion requiring a 10-day notice for all future meetings of this body".

## MOTIONS IN GENERAL

Motions are the vehicles for decision making by a body. It is usually best to have a motion before the body prior to commencing discussion of an agenda item. This helps the body focus. Motions are made in a simple two-step process. First, the chair should recognize the member of the body. Second, the member of the body makes a motion by preceding the member's desired approach with the words "I move...". A typical motion might be: "I move that we give a 10-day notice in the future for all our meetings".

The chair usually initiates the motion in one of three ways:

1. Inviting the members of the body to make a motion, for example, "A motion at this time would be in order".
2. Suggesting a motion to the members of the body, "A motion would be in order that we give a 10-day notice in the future for all our meetings".
3. Making the motion. As noted, the chair has every right as a member of the body to make a motion, but should normally do so only if the chair wishes to make a motion on an item but is convinced that no other member of the body is willing to step forward to do so at a particular time.

## THE THREE BASIC MOTIONS

There are three motions that are the most common and recur often at meetings:

**The basic motion.** The basic motion is the one that puts forward a decision for the body's consideration. A basic motion might be: "I move that we create a five-member committee to plan and put on our annual fundraiser".

**The motion to amend.** If a member wants to change a basic motion that is before the body, they would move to amend it. A motion to amend might be: "I move that we amend the motion to have a 10-member committee". A motion to amend takes the basic motion that is before the body and seeks to change it in some way.

**The substitute motion.** If a member wants to completely do away with the basic motion that is before the body, and put a new motion before the body, they would move a substitute motion. A substitute motion might be: "I move a substitute motion that we cancel the annual fundraiser this year".

"Motions to amend" and "substitute motions" are often confused, but they are quite different, and their effect (if passed) is quite different. A motion to amend seeks to retain the basic motion on the floor, but modify it in some way. A substitute motion seeks to throw out the basic motion on the floor, and substitute a new and different motion for it. The decision as to whether a motion is really a "motion to amend" or a "substitute motion" is left to the chair. So if a member makes what that member calls a "motion to amend," but the chair determines that it is really a "substitute motion," then the chair's designation governs.

A "friendly amendment" is a practical parliamentary tool that is simple, informal, saves time and avoids bogging a meeting down with numerous formal motions. It works in the following way: In the discussion on a pending motion, it may appear that a change to the motion is desirable or may win support for the motion from some members. When that happens, a member who has the floor may simply say, "I want to suggest a friendly amendment to the motion". The member suggests the friendly amendment, and if the maker and the person who seconded the motion pending on the floor accepts the friendly amendment, that now becomes the pending motion on the floor. If either the maker or the person who seconded rejects the proposed friendly amendment, then the proposer can formally move to amend.

## MULTIPLE MOTIONS BEFORE THE BODY

There can be up to three motions on the floor at the same time. The chair can reject a fourth motion until the chair has dealt with the three that are on the floor and has resolved them. This rule has practical value. More than three motions on the floor at any given time is confusing and unwieldy for almost everyone, including the chair.

When there are two or three motions on the floor (after motions and seconds) at the same time, the vote should proceed first on the last motion that is made. For example, assume the first motion is a basic "motion to have a five-member committee to plan and put on our annual fundraiser". During the discussion of this motion, a member might make a second motion to "amend the main motion to have a 10-member committee, not a five-member committee to plan and put on our annual fundraiser". And perhaps, during that discussion, a member makes yet a third motion as a "substitute motion that we not have an annual fundraiser this year". The proper procedure would be as follows:

**First**, the chair would deal with the third (the last) motion on the floor, the substitute motion. After discussion and debate, a vote would be taken first on the third motion. If the substitute motion passed, it would be a substitute for the basic motion and would eliminate it. The first motion would be moot, as would the second motion (which sought to amend the first motion), and the action on the agenda item would be completed on the passage by the body of the third motion (the substitute motion). No vote would be taken on the first or second motions.

**Second**, if the substitute motion failed, the chair would then deal with the second (now the last) motion on the floor, the motion to amend. The discussion and debate would focus strictly on the amendment (should the committee be five or 10 members). If the motion to amend passed, the chair would then move to consider the main motion (the first motion) as amended. If the motion to amend failed, the chair would then move to consider the main motion (the first motion) in its original format, not amended.

**Third**, the chair would now deal with the first motion that was placed on the floor. The original motion would either be in its original format (five-member committee), or if amended, would be in its amended format (10-member committee). The question on the floor for discussion and decision would be whether a committee should plan and put on the annual fundraiser.

## TO DEBATE OR NOT TO DEBATE

The basic rule of motions is that they are subject to discussion and debate. Accordingly, basic motions, motions to amend, and substitute motions are all eligible, each in their turn, for full discussion before and by the body. The debate can continue as long as members of the body wish to discuss an item, subject to the decision of the chair that it is time to move on and take action.

There are exceptions to the general rule of free and open debate on motions. The exceptions all apply when there is a desire of the body to move on. The following motions are not debatable (that is, when the following motions are made and seconded, the chair must immediately call for a vote of the body without debate on the motion):

**Motion to adjourn.** This motion, if passed, requires the body to immediately adjourn to its next regularly scheduled meeting. It requires a simple majority vote.

**Motion to recess.** This motion, if passed, requires the body to immediately take a recess. Normally, the chair determines the length of the recess which may be a few minutes or an hour. It requires a simple majority vote.

**Motion to fix the time to adjourn.** This motion, if passed, requires the body to adjourn the meeting at the specific time set in the motion. For example, the motion might be: "I move we adjourn this meeting at midnight". It requires a simple majority vote.

**Motion to table.** This motion, if passed, requires discussion of the agenda item to be halted and the agenda item to be placed on "hold". The motion can contain a specific time in which the item can come back to the body. "I move we table this item until our regular meeting in October". Or the motion can contain no specific time for the return of the item, in which case a motion to take the item off the table and bring it back to the body will have to be taken at a future meeting. A motion to table an item (or to bring it back to the body) requires a simple majority vote.

**Motion to limit debate.** The most common form of this motion is to say, "I move the previous question" or "I move the question" or "I call the question" or sometimes someone simply shouts out "question". As a practical matter, when a member calls out one of these phrases, the chair can expedite matters by treating it as a "request" rather than as a formal motion. The chair can simply inquire of the body, "any further discussion?". If no one wishes to have further discussion, then the chair can go right to the pending motion that is on the floor. However, if even one person wishes to discuss the pending motion further, then at that point, the chair should treat the call for the "question" as a formal motion, and proceed to it. When a member of the body makes such a motion ("I move the previous question"), the member is really saying: "I've had enough debate. Let's get on with the vote". When such a motion is made, the chair should ask for a second, stop debate, and vote on the motion to limit debate. The motion to limit debate requires a two-thirds vote of the body.

**NOTE:** A motion to limit debate could include a time limit. For example: "I move we limit debate on this agenda item to 15 minutes". Even in this format, the motion to limit debate requires a two-thirds vote of the body.

**Motion to object to consideration of an item.** This motion is not debatable, and if passed, precludes the body from even considering an item on the agenda. It also requires a two-thirds vote.

## MAJORITY AND SUPER MAJORITY VOTES

In a democracy, a simple majority vote determines a question. A tie vote means the motion fails. So in a seven-member body, a vote of 4-3 passes the motion. A vote of 3-3 with one abstention means the motion fails. If one member is absent and the vote is 3-3, the motion still fails.

All motions require a simple majority, but there are a few exceptions. The exceptions come up when the body is taking an action which effectively cuts off the ability of a minority of the body to take an action or discuss an item. These extraordinary motions require a two-thirds majority (a super majority) to pass:

- **Motion to limit debate.** Whether a member says, "I move the previous question," or "I move the question," or "I call the question," or "I move to limit debate," it all amounts to an attempt to cut off the ability of the minority to discuss an item, and it requires a two-thirds vote to pass.
- **Motion to close nominations.** When choosing officers of the body (such as the chair), nominations are in order either from a nominating committee or from the floor of the body. A motion to close nominations effectively cuts off the right of the minority to nominate officers and it requires a two-thirds vote to pass.
- **Motion to object to the consideration of a question.** Normally, such a motion is unnecessary since the objectionable item can be tabled or defeated straight up. However, when members of a body do not even want an item on the agenda to be considered, then such a motion is in order. It is not debatable, and it requires a two-thirds vote to pass.
- **Motion to suspend the rules.** This motion is debatable, but requires a two-thirds vote to pass. If the body has its own rules of order, conduct or procedure, this motion allows the body to suspend the rules for a particular purpose. For example, the body (a private club) might have a rule prohibiting the attendance at meetings by non-club members. A motion to suspend the rules would be in order to allow a non-club member to attend a meeting of the club on a particular date or on a particular agenda item.

## COUNTING VOTES

The matter of counting votes starts simple, but can become complicated. Usually, it's pretty easy to determine whether a particular motion passed or whether it was defeated. If a simple majority vote is needed to pass a motion, then one vote more than 50 percent of the body is required. For example, in a five-member body, if the vote is three in favor and two opposed, the motion passes. If it is two in favor and three opposed, the motion is defeated.

If a two-thirds majority vote is needed to pass a motion, then how many affirmative votes are required? The simple rule of thumb is to count the "no" votes and double that count to determine how many "yes" votes are needed to pass a particular motion. For example, in a seven-member body, if two members vote "no" then the "yes" vote of at least four members is required to achieve a two-thirds majority vote to pass the motion.

What about tie votes? In the event of a tie, the motion always fails since an affirmative vote is required to pass any motion. For example, in a five-member body, if the vote is two in favor and two opposed, with one member absent, the motion is defeated.

Vote counting starts to become complicated when members vote "abstain" or in the case of a written ballot, cast a blank (or unreadable) ballot. Do these votes count, and if so, how does one count them? The starting point is always to check the statutes. In California, for example, for an action of a board of supervisors to be valid and binding, the action must be approved by a majority of the board (California Government Code Section 25005) . Typically, this means three of the five members of the board must vote affirmatively in favor of the action. A vote of 2-1 would not be sufficient. A vote of 3-0 with two abstentions would be sufficient. In general law cities in California, as another example, resolutions or orders for the payment of money and all ordinances require a recorded vote of the total members of the city council (California Government Code Section 36936) . Cities with charters may prescribe their own vote requirements. Local elected officials are always well-advised to consult with their local agency counsel on how state law may affect the vote count.

After consulting state statutes, step number two is to check the rules of the body. If the rules of the body say that you count votes of "those present" then you treat abstentions one way. However, if the rules of the body say that you count the votes of those "present and voting," then you treat abstentions a different way. And if the rules of the body are silent on the subject, then the general rule of thumb (and default rule) is that you count all votes that are "present and voting".

Accordingly, under the "present and voting" system, you would NOT count abstention votes on the motion. Members who abstain are counted for purposes of determining quorum (they are "present"), but you treat the abstention votes on the motion as if they did not exist (they are not "voting"). On the other hand, if the rules of the body specifically say that you count votes of those "present" then you DO count abstention votes both in establishing the quorum and on the motion. In this event, the abstention votes act just like "no" votes. How does this work in practice? Here are a few examples:

- Assume that a five-member city council is voting on a motion that requires a simple majority vote to pass, and assume further that the body has no specific rule on counting votes. Accordingly, the default rule kicks in and we count all votes of members that are "present and voting". If the vote on the motion is 3-2, the motion passes. If the motion is 2-2 with one abstention, the motion fails.
- Assume a five-member city council voting on a motion that requires a two-thirds majority vote to pass, and further assume that the body has no specific rule on counting votes. Again, the default rule applies. If the vote is 3-2, the motion fails for lack of a two-thirds majority. If the vote is 4-1, the motion passes with a clear two-thirds majority. A vote of three "yes," one "no" and one "abstain" also results in passage of the motion. Once again, the abstention is counted only for the purpose of determining quorum, but on the actual vote on the motion, it is as if the abstention vote never existed so an effective 3-1 vote is clearly a two-thirds majority vote.
- Now, change the scenario slightly. Assume the same five-member city council voting on a motion that requires a two-thirds majority vote to pass, but now assume that the body DOES have a specific rule requiring a two-thirds vote of members "present". Under this specific rule, we must count the members present not only for quorum but also for the motion. In this scenario, any abstention has the same force and effect as if it were a "no" vote. Accordingly, if the votes were three "yes," one "no" and one "abstain," then the motion fails. The abstention in this case is treated like a "no" vote and effective vote of 3-2 is not enough to pass two-thirds majority muster.

Now, exactly how does a member cast an "abstention" vote? Any time a member votes "abstain" or says, "I abstain," that is an abstention. However, if a member votes "present" that is also treated as an abstention (the member is essentially saying, "Count me for purposes of a quorum, but my vote on the issue is abstain."). In fact, any manifestation of intention not to vote either "yes" or "no" on the pending motion may be treated by the chair as an abstention. If written ballots are cast, a blank or unreadable ballot is counted as an abstention as well.

Can a member vote "absent" or "count me as absent?". The ruling on this is up to the chair. The better approach is for the chair to count this as if the member had left his/her chair and is actually "absent.". That, of course, affects the quorum. However, the chair may also treat this as a vote to abstain, particularly if the person does not actually leave the dais.

## THE MOTION TO RECONSIDER

There is a special and unique motion that requires a bit of explanation all by itself; the motion to reconsider. A tenet of parliamentary procedure is finality. After vigorous discussion, debate and a vote, there must be some closure to the issue. And so, after a vote is taken, the matter is deemed closed, subject only to reopening if a proper motion to consider is made and passed.

A motion to reconsider requires a majority vote to pass like other garden-variety motions, but there are two special rules that apply only to the motion to reconsider:

**First**, it is the matter of timing. A motion to reconsider must be made at the meeting where the item was first voted upon or may be considered up to and no later than the next regularly scheduled meeting of the Council after the item was originally acted upon. **[Modified by Council]**

**Second**, a motion to reconsider may be made only by certain members of the body. Accordingly, a motion to reconsider may be made only by a member who voted in the majority on the original motion. If such a member has a change of heart, he or she may make the motion to reconsider (any other member of the body including a member who voted in the minority on the original motion may second the motion). If a member who voted in the minority seeks to make the motion to reconsider, it must be ruled out of order. The purpose of this rule is finality. If a member of minority could make a motion to reconsider, then the item could be brought back to the body again and again, which would defeat the purpose of finality.

If the motion to reconsider passes, then the original matter is back before the body, and a new original motion is in order. The matter may be discussed and debated as if it were on the floor for the first time.

## COURTESY AND DECORUM

The rules of order are meant to create an atmosphere where the members of the body and the members of the public can attend to business efficiently, fairly and with full participation. At the same time, it is up to the chair and the members of the body to maintain common courtesy and decorum. Unless the setting is very informal, it is always best for only one person at a time to have the floor, and it is always best for every speaker to be first recognized by the chair before proceeding to speak.

The chair should always ensure that debate and discussion of an agenda item focuses on the item and the policy in question, not the personalities of the members of the body. Debate on policy is healthy, debate on personalities is not. The chair has the right to cut off discussion that is too personal, is too loud, or is too crude. Debate and discussion should be focused, but free and open. In the interest of time, the chair may, however, limit the time allotted to speakers, including members of the body.

Can a member of the body interrupt the speaker? The general rule is "no.". There are, however, exceptions. A speaker may be interrupted for the following reasons:

**Privilege.** The proper interruption would be, "point of privilege.". The chair would then ask the interrupter to "state your point.". Appropriate points of privilege relate to anything that would interfere with the normal comfort of the meeting. For example, the room may be too hot or too cold, or a blowing fan might interfere with a person's ability to hear.

**Order.** The proper interruption would be, "point of order.". Again, the chair would ask the interrupter to "state your point.". Appropriate points of order relate to anything that would not be considered appropriate conduct of the meeting. For example, if the chair moved on to a vote on a motion that permits debate without allowing that discussion or debate.

**Appeal.** If the chair makes a ruling that a member of the body disagrees with, that member may appeal the ruling of the chair. If the motion is seconded, and after debate, if it passes by a simple majority vote, then the ruling of the chair is deemed reversed.

**Call for orders of the day.** This is simply another way of saying, "return to the agenda.". If a member believes that the body has drifted from the agreed-upon agenda, such a call may be made. It does not require a vote, and when the chair discovers that the agenda has not been followed, the chair simply reminds the body to return to the agenda item properly before them. If the chair fails to do so, the chair's determination may be appealed.

**Withdraw a motion.** During debate and discussion of a motion, the maker of the motion on the floor, at any time, may interrupt a speaker to withdraw his or her motion from the floor. The motion is immediately deemed withdrawn, although the chair may ask the person who seconded the motion if he or she wishes to make the motion, and any other member may make the motion if properly recognized.

## SPECIAL NOTES ABOUT PUBLIC INPUT

The rules outlined above will help make meetings very public-friendly. But in addition, and particularly for the chair, it is wise to remember three special rules that apply to each agenda item:

- **Rule One:** Tell the public what the body will be doing.
- **Rule Two:** Keep the public informed while the body is doing it.
- **Rule Three:** When the body has acted, tell the public what the body did.



# Rosenberg's Rules of Order

REVISED 2011

*Simple Rules of Parliamentary Procedure for the 21st Century*

*By Judge Dave Rosenberg*



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## ABOUT THE AUTHOR

Dave Rosenberg is a Superior Court Judge in Yolo County. He has served as presiding judge of his court, and as presiding judge of the Superior Court Appellate Division. He also has served as chair of the Trial Court Presiding Judges Advisory Committee (the committee composed of all 58 California presiding judges) and as an advisory member of the California Judicial Council. Prior to his appointment to the bench, Rosenberg was member of the Yolo County Board of Supervisors, where he served two terms as chair. Rosenberg also served on the Davis City Council, including two terms as mayor. He has served on the senior staff of two governors, and worked for 19 years in private law practice. Rosenberg has served as a member and chair of numerous state, regional and local boards. Rosenberg chaired the California State Lottery Commission, the California Victim Compensation and Government Claims Board, the Yolo-Solano Air Quality Management District, the Yolo County Economic Development Commission, and the Yolo County Criminal Justice Cabinet. For many years, he has taught classes on parliamentary procedure and has served as parliamentarian for large and small bodies.

## TABLE OF CONTENTS

About the Author .....	ii
Introduction .....	2
Establishing a Quorum .....	2
The Role of the Chair .....	2
The Basic Format for an Agenda Item Discussion .....	2
Motions in General .....	3
The Three Basic Motions .....	3
Multiple Motions Before the Body .....	4
To Debate or Not to Debate .....	4
Majority and Super-Majority Votes .....	5
Counting Votes .....	5
The Motion to Reconsider .....	6
Courtesy and Decorum .....	7
Special Notes About Public Input .....	7

## INTRODUCTION

The rules of procedure at meetings should be simple enough for most people to understand. Unfortunately, that has not always been the case. Virtually all clubs, associations, boards, councils and bodies follow a set of rules — *Robert's Rules of Order* — which are embodied in a small, but complex, book. Virtually no one I know has actually read this book cover to cover. Worse yet, the book was written for another time and for another purpose. If one is chairing or running a parliament, then *Robert's Rules of Order* is a dandy and quite useful handbook for procedure in that complex setting. On the other hand, if one is running a meeting of say, a five-member body with a few members of the public in attendance, a simplified version of the rules of parliamentary procedure is in order.

Hence, the birth of *Rosenberg's Rules of Order*.

What follows is my version of the rules of parliamentary procedure, based on my decades of experience chairing meetings in state and local government. These rules have been simplified for the smaller bodies we chair or in which we participate, slimmed down for the 21st Century, yet retaining the basic tenets of order to which we have grown accustomed. Interestingly enough, *Rosenberg's Rules* has found a welcoming audience. Hundreds of cities, counties, special districts, committees, boards, commissions, neighborhood associations and private corporations and companies have adopted *Rosenberg's Rules* in lieu of *Robert's Rules* because they have found them practical, logical, simple, easy to learn and user friendly.

This treatise on modern parliamentary procedure is built on a foundation supported by the following four pillars:

- 1. Rules should establish order.** The first purpose of rules of parliamentary procedure is to establish a framework for the orderly conduct of meetings.
- 2. Rules should be clear.** Simple rules lead to wider understanding and participation. Complex rules create two classes: those who understand and participate; and those who do not fully understand and do not fully participate.
- 3. Rules should be user friendly.** That is, the rules must be simple enough that the public is invited into the body and feels that it has participated in the process.
- 4. Rules should enforce the will of the majority while protecting the rights of the minority.** The ultimate purpose of rules of procedure is to encourage discussion and to facilitate decision making by the body. In a democracy, majority rules. The rules must enable the majority to express itself and fashion a result, while permitting the minority to also express itself, but not dominate, while fully participating in the process.

### Establishing a Quorum

The starting point for a meeting is the establishment of a quorum. A quorum is defined as the minimum number of members of the body who must be present at a meeting for business to be legally transacted. The default rule is that a quorum is one more than half the body. For example, in a five-member body a quorum is three. When the body has three members present, it can legally transact business. If the body has less than a quorum of members present, it cannot legally transact business. And even if the body has a quorum to begin the meeting, the body can lose the quorum during the meeting when a member departs (or even when a member leaves the dais). When that occurs the body loses its ability to transact business until and unless a quorum is reestablished.

The default rule, identified above, however, gives way to a specific rule of the body that establishes a quorum. For example, the rules of a particular five-member body may indicate that a quorum is four members for that particular body. The body must follow the rules it has established for its quorum. In the absence of such a specific rule, the quorum is one more than half the members of the body.

### The Role of the Chair

While all members of the body should know and understand the rules of parliamentary procedure, it is the chair of the body who is charged with applying the rules of conduct of the meeting. The chair should be well versed in those rules. For all intents and purposes, the chair makes the final ruling on the rules every time the chair states an action. In fact, all decisions by the chair are final unless overruled by the body itself.

Since the chair runs the conduct of the meeting, it is usual courtesy for the chair to play a less active role in the debate and discussion than other members of the body. This does not mean that the chair should not participate in the debate or discussion. To the contrary, as a member of the body, the chair has the full right to participate in the debate, discussion and decision-making of the body. What the chair should do, however, is strive to be the last to speak at the discussion and debate stage. The chair should not make or second a motion unless the chair is convinced that no other member of the body will do so at that point in time.

### The Basic Format for an Agenda Item Discussion

Formal meetings normally have a written, often published agenda. Informal meetings may have only an oral or understood agenda. In either case, the meeting is governed by the agenda and the agenda constitutes the body's agreed-upon roadmap for the meeting. Each agenda item can be handled by the chair in the following basic format:

**First**, the chair should clearly announce the agenda item number and should clearly state what the agenda item subject is. The chair should then announce the format (which follows) that will be followed in considering the agenda item.

**Second**, following that agenda format, the chair should invite the appropriate person or persons to report on the item, including any recommendation that they might have. The appropriate person or persons may be the chair, a member of the body, a staff person, or a committee chair charged with providing input on the agenda item.

**Third**, the chair should ask members of the body if they have any technical questions of clarification. At this point, members of the body may ask clarifying questions to the person or persons who reported on the item, and that person or persons should be given time to respond.

**Fourth**, the chair should invite public comments, or if appropriate at a formal meeting, should open the public meeting for public input. If numerous members of the public indicate a desire to speak to the subject, the chair may limit the time of public speakers. At the conclusion of the public comments, the chair should announce that public input has concluded (or the public hearing, as the case may be, is closed).

**Fifth**, the chair should invite a motion. The chair should announce the name of the member of the body who makes the motion.

**Sixth**, the chair should determine if any member of the body wishes to second the motion. The chair should announce the name of the member of the body who seconds the motion. It is normally good practice for a motion to require a second before proceeding to ensure that it is not just one member of the body who is interested in a particular approach. However, a second is not an absolute requirement, and the chair can proceed with consideration and vote on a motion even when there is no second. This is a matter left to the discretion of the chair.

**Seventh**, if the motion is made and seconded, the chair should make sure everyone understands the motion.

This is done in one of three ways:

1. The chair can ask the maker of the motion to repeat it;
2. The chair can repeat the motion; or
3. The chair can ask the secretary or the clerk of the body to repeat the motion.

**Eighth**, the chair should now invite discussion of the motion by the body. If there is no desired discussion, or after the discussion has ended, the chair should announce that the body will vote on the motion. If there has been no discussion or very brief discussion, then the vote on the motion should proceed immediately and there is no need to repeat the motion. If there has been substantial discussion, then it is normally best to make sure everyone understands the motion by repeating it.

**Ninth**, the chair takes a vote. Simply asking for the “ayes” and then asking for the “nays” normally does this. If members of the body do not vote, then they “abstain.” Unless the rules of the body provide otherwise (or unless a super majority is required as delineated later in these rules), then a simple majority (as defined in law or the rules of the body as delineated later in these rules) determines whether the motion passes or is defeated.

**Tenth**, the chair should announce the result of the vote and what action (if any) the body has taken. In announcing the result, the chair should indicate the names of the members of the body, if any, who voted in the minority on the motion. This announcement might take the following form: “The motion passes by a vote of 3-2, with Smith and Jones dissenting. We have passed the motion requiring a 10-day notice for all future meetings of this body.”

## Motions in General

Motions are the vehicles for decision making by a body. It is usually best to have a motion before the body prior to commencing discussion of an agenda item. This helps the body focus.

Motions are made in a simple two-step process. First, the chair should recognize the member of the body. Second, the member of the body makes a motion by preceding the member’s desired approach with the words “I move ...”

A typical motion might be: “I move that we give a 10-day notice in the future for all our meetings.”

The chair usually initiates the motion in one of three ways:

1. **Inviting the members of the body to make a motion**, for example, “A motion at this time would be in order.”
2. **Suggesting a motion to the members of the body**, “A motion would be in order that we give a 10-day notice in the future for all our meetings.”
3. **Making the motion**. As noted, the chair has every right as a member of the body to make a motion, but should normally do so only if the chair wishes to make a motion on an item but is convinced that no other member of the body is willing to step forward to do so at a particular time.

## The Three Basic Motions

There are three motions that are the most common and recur often at meetings:

**The basic motion**. The basic motion is the one that puts forward a decision for the body’s consideration. A basic motion might be: “I move that we create a five-member committee to plan and put on our annual fundraiser.”

**The motion to amend.** If a member wants to change a basic motion that is before the body, they would move to amend it. A motion to amend might be: “I move that we amend the motion to have a 10-member committee.” A motion to amend takes the basic motion that is before the body and seeks to change it in some way.

**The substitute motion.** If a member wants to completely do away with the basic motion that is before the body, and put a new motion before the body, they would move a substitute motion. A substitute motion might be: “I move a substitute motion that we cancel the annual fundraiser this year.”

“Motions to amend” and “substitute motions” are often confused, but they are quite different, and their effect (if passed) is quite different. A motion to amend seeks to retain the basic motion on the floor, but modify it in some way. A substitute motion seeks to throw out the basic motion on the floor, and substitute a new and different motion for it. The decision as to whether a motion is really a “motion to amend” or a “substitute motion” is left to the chair. So if a member makes what that member calls a “motion to amend,” but the chair determines that it is really a “substitute motion,” then the chair’s designation governs.

A “friendly amendment” is a practical parliamentary tool that is simple, informal, saves time and avoids bogging a meeting down with numerous formal motions. It works in the following way: In the discussion on a pending motion, it may appear that a change to the motion is desirable or may win support for the motion from some members. When that happens, a member who has the floor may simply say, “I want to suggest a friendly amendment to the motion.” The member suggests the friendly amendment, and if the maker and the person who seconded the motion pending on the floor accepts the friendly amendment, that now becomes the pending motion on the floor. If either the maker or the person who seconded rejects the proposed friendly amendment, then the proposer can formally move to amend.

## Multiple Motions Before the Body

There can be up to three motions on the floor at the same time. The chair can reject a fourth motion until the chair has dealt with the three that are on the floor and has resolved them. This rule has practical value. More than three motions on the floor at any given time is confusing and unwieldy for almost everyone, including the chair.

When there are two or three motions on the floor (after motions and seconds) at the same time, the vote should proceed *first* on the *last* motion that is made. For example, assume the first motion is a basic “motion to have a five-member committee to plan and put on our annual fundraiser.” During the discussion of this motion, a member might make a second motion to “amend the main motion to have a 10-member committee, not a five-member committee to plan and put on our annual fundraiser.” And perhaps, during that discussion, a member makes yet a third motion as a “substitute motion that we not have an annual fundraiser this year.” The proper procedure would be

**First**, the chair would deal with the *third* (the last) motion on the floor, the substitute motion. After discussion and debate, a vote would be taken first on the third motion. If the substitute motion *passed*, it would be a substitute for the basic motion and would eliminate it. The first motion would be moot, as would the second motion (which sought to amend the first motion), and the action on the agenda item would be completed on the passage by the body of the third motion (the substitute motion). No vote would be taken on the first or second motions.

**Second**, if the substitute motion *failed*, the chair would then deal with the second (now the last) motion on the floor, the motion to amend. The discussion and debate would focus strictly on the amendment (should the committee be five or 10 members). If the motion to amend *passed*, the chair would then move to consider the main motion (the first motion) as *amended*. If the motion to amend *failed*, the chair would then move to consider the main motion (the first motion) in its original format, not amended.

**Third**, the chair would now deal with the first motion that was placed on the floor. The original motion would either be in its original format (five-member committee), or if *amended*, would be in its amended format (10-member committee). The question on the floor for discussion and decision would be whether a committee should plan and put on the annual fundraiser.

## To Debate or Not to Debate

The basic rule of motions is that they are subject to discussion and debate. Accordingly, basic motions, motions to amend, and substitute motions are all eligible, each in their turn, for full discussion before and by the body. The debate can continue as long as members of the body wish to discuss an item, subject to the decision of the chair that it is time to move on and take action.

There are exceptions to the general rule of free and open debate on motions. The exceptions all apply when there is a desire of the body to move on. The following motions are not debatable (that is, when the following motions are made and seconded, the chair must immediately call for a vote of the body without debate on the motion):

**Motion to adjourn.** This motion, if passed, requires the body to immediately adjourn to its next regularly scheduled meeting. It requires a simple majority vote.

**Motion to recess.** This motion, if passed, requires the body to immediately take a recess. Normally, the chair determines the length of the recess which may be a few minutes or an hour. It requires a simple majority vote.

**Motion to fix the time to adjourn.** This motion, if passed, requires the body to adjourn the meeting at the specific time set in the motion. For example, the motion might be: “I move we adjourn this meeting at midnight.” It requires a simple majority vote.

**Motion to table.** This motion, if passed, requires discussion of the agenda item to be halted and the agenda item to be placed on “hold.” The motion can contain a specific time in which the item can come back to the body. “I move we table this item until our regular meeting in October.” Or the motion can contain no specific time for the return of the item, in which case a motion to take the item off the table and bring it back to the body will have to be taken at a future meeting. A motion to table an item (or to bring it back to the body) requires a simple majority vote.

**Motion to limit debate.** The most common form of this motion is to say, “I move the previous question” or “I move the question” or “I call the question” or sometimes someone simply shouts out “question.” As a practical matter, when a member calls out one of these phrases, the chair can expedite matters by treating it as a “request” rather than as a formal motion. The chair can simply inquire of the body, “any further discussion?” If no one wishes to have further discussion, then the chair can go right to the pending motion that is on the floor. However, if even one person wishes to discuss the pending motion further, then at that point, the chair should treat the call for the “question” as a formal motion, and proceed to it.

When a member of the body makes such a motion (“I move the previous question”), the member is really saying: “I’ve had enough debate. Let’s get on with the vote.” When such a motion is made, the chair should ask for a second, stop debate, and vote on the motion to limit debate. The motion to limit debate requires a two-thirds vote of the body.

**NOTE:** A motion to limit debate could include a time limit. For example: “I move we limit debate on this agenda item to 15 minutes.” Even in this format, the motion to limit debate requires a two-thirds vote of the body. A similar motion is a *motion to object to consideration of an item*. This motion is not debatable, and if passed, precludes the body from even considering an item on the agenda. It also requires a two-thirds vote.

## Majority and Super Majority Votes

In a democracy, a simple majority vote determines a question. A tie vote means the motion fails. So in a seven-member body, a vote of 4-3 passes the motion. A vote of 3-3 with one abstention means the motion fails. If one member is absent and the vote is 3-3, the motion still fails.

All motions require a simple majority, but there are a few exceptions. The exceptions come up when the body is taking an action which effectively cuts off the ability of a minority of the body to take an action or discuss an item. These extraordinary motions require a two-thirds majority (a super majority) to pass:

**Motion to limit debate.** Whether a member says, “I move the previous question,” or “I move the question,” or “I call the question,” or “I move to limit debate,” it all amounts to an attempt to cut off the ability of the minority to discuss an item, and it requires a two-thirds vote to pass.

**Motion to close nominations.** When choosing officers of the body (such as the chair), nominations are in order either from a nominating committee or from the floor of the body. A motion to close nominations effectively cuts off the right of the minority to nominate officers and it requires a two-thirds vote to pass.

**Motion to object to the consideration of a question.** Normally, such a motion is unnecessary since the objectionable item can be tabled or defeated straight up. However, when members of a body do not even want an item on the agenda to be considered, then such a motion is in order. It is not debatable, and it requires a two-thirds vote to pass.

**Motion to suspend the rules.** This motion is debatable, but requires a two-thirds vote to pass. If the body has its own rules of order, conduct or procedure, this motion allows the body to suspend the rules for a particular purpose. For example, the body (a private club) might have a rule prohibiting the attendance at meetings by non-club members. A motion to suspend the rules would be in order to allow a non-club member to attend a meeting of the club on a particular date or on a particular agenda item.

## Counting Votes

The matter of counting votes starts simple, but can become complicated.

Usually, it’s pretty easy to determine whether a particular motion passed or whether it was defeated. If a simple majority vote is needed to pass a motion, then one vote more than 50 percent of the body is required. For example, in a five-member body, if the vote is three in favor and two opposed, the motion passes. If it is two in favor and three opposed, the motion is defeated.

If a two-thirds majority vote is needed to pass a motion, then how many affirmative votes are required? The simple rule of thumb is to count the “no” votes and double that count to determine how many “yes” votes are needed to pass a particular motion. For example, in a seven-member body, if two members vote “no” then the “yes” vote of at least four members is required to achieve a two-thirds majority vote to pass the motion.

What about tie votes? In the event of a tie, the motion always fails since an affirmative vote is required to pass any motion. For example, in a five-member body, if the vote is two in favor and two opposed, with one member absent, the motion is defeated.

Vote counting starts to become complicated when members vote “abstain” or in the case of a written ballot, cast a blank (or unreadable) ballot. Do these votes count, and if so, how does one count them? The starting point is always to check the statutes.

In California, for example, for an action of a board of supervisors to be valid and binding, the action must be approved by a majority of the board. (California Government Code Section 25005.) Typically, this means three of the five members of the board must vote affirmatively in favor of the action. A vote of 2-1 would not be sufficient. A vote of 3-0 with two abstentions would be sufficient. In general law cities in

California, as another example, resolutions or orders for the payment of money and all ordinances require a recorded vote of the total members of the city council. (California Government Code Section 36936.) Cities with charters may prescribe their own vote requirements. Local elected officials are always well-advised to consult with their local agency counsel on how state law may affect the vote count.

After consulting state statutes, step number two is to check the rules of the body. If the rules of the body say that you count votes of “those present” then you treat abstentions one way. However, if the rules of the body say that you count the votes of those “present and voting,” then you treat abstentions a different way. And if the rules of the body are silent on the subject, then the general rule of thumb (and default rule) is that you count all votes that are “present and voting.”

Accordingly, under the “present and voting” system, you would **NOT** count abstention votes on the motion. Members who abstain are counted for purposes of determining quorum (they are “present”), but you treat the abstention votes on the motion as if they did not exist (they are not “voting”). On the other hand, if the rules of the body specifically say that you count votes of those “present” then you **DO** count abstention votes both in establishing the quorum and on the motion. In this event, the abstention votes act just like “no” votes.

#### *How does this work in practice?*

#### *Here are a few examples.*

Assume that a five-member city council is voting on a motion that requires a simple majority vote to pass, and assume further that the body has no specific rule on counting votes. Accordingly, the default rule kicks in and we count all votes of members that are “present and voting.” If the vote on the motion is 3-2, the motion passes. If the motion is 2-2 with one abstention, the motion fails.

Assume a five-member city council voting on a motion that requires a two-thirds majority vote to pass, and further assume that the body has no specific rule on counting votes. Again, the default rule applies. If the vote is 3-2, the motion fails for lack of a two-thirds majority. If the vote is 4-1, the motion passes with a clear two-thirds majority. A vote of three “yes,” one “no” and one “abstain” also results in passage of the motion. Once again, the abstention is counted only for the purpose of determining quorum, but on the actual vote on the motion, it is as if the abstention vote never existed — so an effective 3-1 vote is clearly a two-thirds majority vote.

Now, change the scenario slightly. Assume the same five-member city council voting on a motion that requires a two-thirds majority vote to pass, but now assume that the body **DOES** have a specific rule requiring a two-thirds vote of members “present.” Under this specific rule, we must count the members present not only for quorum but also for the motion. In this scenario, any abstention has the same force and effect as if it were a “no” vote. Accordingly, if the votes were three “yes,” one “no” and one “abstain,” then the motion fails. The abstention in this case is treated like a “no” vote and effective vote of 3-2 is not enough to pass two-thirds majority muster.

Now, exactly how does a member cast an “abstention” vote?

Any time a member votes “abstain” or says, “I abstain,” that is an abstention. However, if a member votes “present” that is also treated as an abstention (the member is essentially saying, “Count me for purposes of a quorum, but my vote on the issue is abstain.”) In fact, any manifestation of intention not to vote either “yes” or “no” on the pending motion may be treated by the chair as an abstention. If written ballots are cast, a blank or unreadable ballot is counted as an abstention as well.

Can a member vote “absent” or “count me as absent?” Interesting question. The ruling on this is up to the chair. The better approach is for the chair to count this as if the member had left his/her chair and is actually “absent.” That, of course, affects the quorum. However, the chair may also treat this as a vote to abstain, particularly if the person does not actually leave the dais.

### **The Motion to Reconsider**

There is a special and unique motion that requires a bit of explanation all by itself; the motion to reconsider. A tenet of parliamentary procedure is finality. After vigorous discussion, debate and a vote, there must be some closure to the issue. And so, after a vote is taken, the matter is deemed closed, subject only to reopening if a proper motion to consider is made and passed.

A motion to reconsider requires a majority vote to pass like other garden-variety motions, but there are two special rules that apply only to the motion to reconsider.

First, is the matter of timing. A motion to reconsider must be made at the meeting where the item was first voted upon. A motion to reconsider made at a later time is untimely. (The body, however, can always vote to suspend the rules and, by a two-thirds majority, allow a motion to reconsider to be made at another time.)

Second, a motion to reconsider may be made only by certain members of the body. Accordingly, a motion to reconsider may be made only by a member who voted in the majority on the original motion. If such a member has a change of heart, he or she may make the motion to reconsider (any other member of the body — including a member who voted in the minority on the original motion — may second the motion). If a member who voted in the minority seeks to make the motion to reconsider, it must be ruled out of order. The purpose of this rule is finality. If a member of minority could make a motion to reconsider, then the item could be brought back to the body again and again, which would defeat the purpose of finality.

If the motion to reconsider passes, then the original matter is back before the body, and a new original motion is in order. The matter may be discussed and debated as if it were on the floor for the first time.

## Courtesy and Decorum

The rules of order are meant to create an atmosphere where the members of the body and the members of the public can attend to business efficiently, fairly and with full participation. At the same time, it is up to the chair and the members of the body to maintain common courtesy and decorum. Unless the setting is very informal, it is always best for only one person at a time to have the floor, and it is always best for every speaker to be first recognized by the chair before proceeding to speak.

The chair should always ensure that debate and discussion of an agenda item focuses on the item and the policy in question, not the personalities of the members of the body. Debate on policy is healthy, debate on personalities is not. The chair has the right to cut off discussion that is too personal, is too loud, or is too crude.

Debate and discussion should be focused, but free and open. In the interest of time, the chair may, however, limit the time allotted to speakers, including members of the body.

Can a member of the body interrupt the speaker? The general rule is “no.” There are, however, exceptions. A speaker may be interrupted for the following reasons:

**Privilege.** The proper interruption would be, “point of privilege.” The chair would then ask the interrupter to “state your point.” Appropriate points of privilege relate to anything that would interfere with the normal comfort of the meeting. For example, the room may be too hot or too cold, or a blowing fan might interfere with a person’s ability to hear.

**Order.** The proper interruption would be, “point of order.” Again, the chair would ask the interrupter to “state your point.” Appropriate points of order relate to anything that would not be considered appropriate conduct of the meeting. For example, if the chair moved on to a vote on a motion that permits debate without allowing that discussion or debate.

**Appeal.** If the chair makes a ruling that a member of the body disagrees with, that member may appeal the ruling of the chair. If the motion is seconded, and after debate, if it passes by a simple majority vote, then the ruling of the chair is deemed reversed.

**Call for orders of the day.** This is simply another way of saying, “return to the agenda.” If a member believes that the body has drifted from the agreed-upon agenda, such a call may be made. It does not require a vote, and when the chair discovers that the agenda has not been followed, the chair simply reminds the body to return to the agenda item properly before them. If the chair fails to do so, the chair’s determination may be appealed.

**Withdraw a motion.** During debate and discussion of a motion, the maker of the motion on the floor, at any time, may interrupt a speaker to withdraw his or her motion from the floor. The motion is immediately deemed withdrawn, although the chair may ask the person who seconded the motion if he or she wishes to make the motion, and any other member may make the motion if properly recognized.

## Special Notes About Public Input

The rules outlined above will help make meetings very public-friendly. But in addition, and particularly for the chair, it is wise to remember three special rules that apply to each agenda item:

**Rule One:** Tell the public what the body will be doing.

**Rule Two:** Keep the public informed while the body is doing it.

**Rule Three:** When the body has acted, tell the public what the body did.



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