



POLICY AND SERVICES COMMITTEE

Thursday, November 3, 2022

Special Meeting

Council Chamber & Virtual

7:00 PM

Supplemental Reports Added

Pursuant to [AB 361](#) Palo Alto City Council and Committee meetings will be held as “hybrid” meetings with the option to attend by teleconference/video conference or in person. To maximize public safety while still maintaining transparency and public access, members of the public can choose to participate from home or attend in person. Information on how the public may observe and participate in the meeting is located at the end of the agenda.

HOW TO PARTICIPATE

VIRTUAL PARTICIPATION

[CLICK HERE TO JOIN](https://cityofpaloalto.zoom.us/j/94618744621) (<https://cityofpaloalto.zoom.us/j/94618744621>)

Meeting ID: 946 1874 4621 Phone:1(669)900-6833

The meeting will be broadcast on Cable TV Channel 26, live on YouTube at <https://www.youtube.com/c/cityofpaloalto>, and streamed to Midpen Media Center at <https://midpenmedia.org>.

PUBLIC COMMENTS

Public Comments will be accepted both in person and via Zoom meeting. All requests to speak will be taken until 5 minutes after the staff’s presentation. Written public comments can be submitted in advance to city.council@cityofpaloalto.org and will be provided to the Committee and available for inspection on the City’s website. Please clearly indicate which agenda item you are referencing in your email subject line.

Call to Order

Oral Communications

Members of the public may speak to any item NOT on the agenda.

Action Items

1. Review and Approval of the Office of the City Auditor's Fiscal Year (FY) 2023 Task Orders ***Late Packet Report***

Presentation

2. Review Proposed Reorganization of City Council Procedures and Protocols Handbook and Direction to Staff on Next Steps
Supplemental Report

3. New Council Member Orientation Discussion and Recommendations

Presentation

Future Meetings and Agendas

Adjournment

PUBLIC COMMENT INSTRUCTIONS

Members of the Public may provide public comments to hybrid meetings via email, in person, teleconference, or by phone.

1. **Written public comments** may be submitted by email to city.council@cityofpaloalto.org.
2. **In person public comments** please complete a speaker request card located on the table at the entrance to the Council Chambers, and deliver it to the City Clerk prior to discussion of the item.
3. **Spoken public comments using a computer or smart phone** will be accepted through the teleconference meeting. To address the Council, click on the link below to access a Zoom-based meeting. Please read the following instructions carefully.
 - You may download the Zoom client or connect to the meeting in- browser. If using your browser, make sure you are using a current, up-to-date browser: Chrome 30+, Firefox 27+, Microsoft Edge 12+, Safari 7+. Certain functionality may be disabled in older browsers including Internet Explorer. Or download the Zoom application onto your phone from the Apple App Store or Google Play Store and enter the Meeting ID below
 - You may be asked to enter an email address and name. We request that you identify yourself by name as this will be visible online and will be used to notify you that it is your turn to speak.
 - When you wish to speak on an Agenda Item, click on "raise hand." The Clerk will activate and unmute speakers in turn. Speakers will be notified shortly before they are called to speak.
 - When called, please limit your remarks to the time limit allotted.
 - A timer will be shown on the computer to help keep track of your comments.
4. **Spoken public comments using a phone** use the telephone number listed below. When you wish to speak on an agenda item hit *9 on your phone so we know that you wish to speak. You will be asked to provide your first and last name before addressing the Council. You will be advised how long you have to speak. When called please limit your remarks to the agenda item and time limit allotted.

[Click to Join](#) Zoom Meeting ID: 946 1874 4621 Phone: 1(669)900-6833

AMERICANS WITH DISABILITY ACT (ADA)

Persons with disabilities who require auxiliary aids or services in using City facilities, services or programs or who would like information on the City's compliance with the Americans with Disabilities Act (ADA) of 1990, may contact (650) 329-2550 (Voice) 48 hours or more in advance.



City of Palo Alto

(ID # 14890)

Policy and Services Committee Staff Report

Meeting Date: 11/3/2022

Report Type: Action Items

Title: Review and Approval of the Office of the City Auditor's Fiscal Year (FY) 2023 Task Orders

From: City Manager

Lead Department: City Auditor

Recommendation

The City Auditor recommends that the Policy & Services Committee recommend City Council approval for the following Task Orders, identified in the Audit Plan Report:

- 1) FY23-Task 03 – External Financial Auditor
- 2) FY23-Task 05 – Various Reporting & City Hotline
- 3) FY23-Task 06 – Evaluation and Benchmarking
- 4) Task 04.08 – Public Safety Building Construction Audit (Correction)
- 5) Task 04.16 – Review of ALPR Technology Contract Management
- 6) Task 04.17 – Investment Management Review
- 7) Task 04.18 – Ad Hoc Request – Janitorial Contract Compliance Review

Discussion

In accordance with [our agreement with the City](#), Baker Tilly is required to conduct recurring activities each year. Those recurring activities including the following tasks outlined in our agreement:

- Task 3: Assist with Selection of a Financial Auditor and Assist in Managing the Financial Audit
- Task 4: Execute Council approved Annual Audit Plan (Attachment B)
- Task 5: Various Tasks including periodic reporting, fraud/waste/abuse hotline, office administrative functions
- Task 6: Evaluation and Benchmarking

The Office of the City Auditor (OCA) is seeking approval from the Policy & Services Committee of the Tasks Orders that correspond to the Tasks outlined above and recommendation to forward these task orders to the City Council for approval. The Task Orders provide the contractual authority to begin this work in the new Fiscal Year 2023. An excerpt from the contract outlining these tasks is below for ease of reference.

Task 3. Selection of External Financial Auditor and Annual Audit Coordination:

Coordinate the annual external financial audit in each year of the contract term. Pursuant to the City Charter, the City Auditor shall oversee the selection process for the annual external financial auditor.

Task 4. Execute Annual Audit Plan: Conduct a minimum number of internal audits in accordance with each [approved annual audit plan](#) based on the risk assessments. Each internal audit will commence only upon the City's approval of a Task Order (which may be at the task or sub-task level) as required by this Agreement. Each internal audit requires the preparation of a written report for review by the City Manager, City Attorney and appropriate Council committee, and review/approval by the City Council as required.

Task 5. Preparation of Quarterly Reports, Annual Status Report, Provision of City Hotline, and Other Ongoing Office Administrative Functions:

Prepare and issue quarterly reports describing the status and progress toward audit completion, to be provided as information reports to the City Council and reviewed by the appropriate committee, unless other reporting methods are directed by Council.

Prepare and issue an annual report in the first quarter of each fiscal year on the status of recommendations made in completed audits, to be provided as an information report to the City Council and reviewed by the appropriate committee, unless other reporting methods are directed by Council.

Maintain and respond to the City's employee "hotline" function provided through voicemail, email or written submissions. Coordinate referrals as appropriate to other City offices, departments or divisions and incorporate relevant referrals into future risk assessments, audit plans or audit activity as appropriate.

This task provides for authorization of travel during the full 2023 fiscal year assuming one trip per month (total of 12 trips). Although the contract stipulated an on site presence every two weeks by the Office of the City Auditor, leveraging remote work efficiencies and ensuring economical use of contract authority and funds, this task order revises that frequency. BakerTilly will use discretion to ensure travel is used to minimize travel expenses and maximize effectiveness of time on site, ultimately ensuring alignment with audit work schedules and Council and Committee activities.

Task 6: Undergo a peer evaluation following the guidelines of the Association of Local Government Auditors every two years (i.e., at the end of the initial contract term, then every other year thereafter throughout the contract term), or as required by the City Council, so that performance of the internal audit function can be objectively assessed.

Prepare a cost per audit analysis following the first completed fiscal year, to be submitted at the beginning of the second fiscal year and every year thereafter throughout the contract term, that includes benchmark agencies determined by the CITY, and obtain independent third-party certification of data accuracy.

The cost per audit analysis will be used to evaluate the cost effectiveness of services provided by the CONSULTANT. This evaluation will be incorporated into ongoing performance assessments as required and will help ensure that fees for service provision throughout the duration of the Agreement are objectively determined and mutually agreed upon.

This evaluation and report from the peer evaluator will be presented to the Policy and Services Committee and City Council in alignment with typical audit reporting activities.

Task 4 Details.

The details of the four task orders (1 revisions and 3 new) are as follows:

04.08 Public Safety Building Construction Audit (Correction)

The original task order to review monthly invoices from the Construction Manager, Architect and Waterproofing Inspector was prepared and approved in FY21. It has two different project end dates in error: the end date of 6/30/22 on the first page and the end date of 6/30/23 on page 3. The approved audit plan shows the project end date of June 2023 and the budget split between FY22 and FY23. A monthly review is expected to continue throughout FY23. The remaining budget is approximately \$12,000, OCA corrected the end date on page 1 to 6/30/23.

04.16 Review of ALPR Technology Contract Management

The preliminary audit objectives include:

- Determine whether adequate policies and procedures are implemented effectively to protect the privacy of personal information gathered using ALPR technology for the City's parking management.
- Determine whether the City monitors the vendor's performance to ensure the compliance with contract terms and applicable laws and regulations related to data privacy.

04.17 Investment Management Review

The preliminary audit objectives include:

- Determine whether adequate controls are in place and working effectively to ensure that investments are properly managed in accordance with the investment policy.
- Assess the efficiency and the effectiveness of the investment portfolio management against the best practice.

04.18 Ad Hoc Request – Janitorial Contract Compliance Review

Ad Hoc Requests are included in the FY2022-2023 Audit Plan in anticipation of requests for review based on business needs. These requests can be generated from many sources, including management, Council, or through existing activities such as the hotline or other audit work. In October 2022, the City management identified and requested OCA to assist in a review of janitorial service contract compliance and provided letters received from politicians, an industry watchdog group, and a labor union requesting a review of the service provider's employment practices regarding the City's contract. The primary audit objectives include:

- Determine whether the City requires its janitorial service providers to meet the responsible employment standards and monitors the providers' compliance with contract terms to ensure that the City receives effective and reliable janitorial services.
- Determine whether the City's janitorial service providers comply with the contract terms in order to provide professional janitorial services to the City.

The City Auditor understands this is a topic of interest of some City Council Members and management and has alerted the Policy and Services Chair regarding this request for consideration.

If these task orders are approved unanimously by the Policy & Services Committee, this recommendation will be forwarded to the full City Council approval on an upcoming consent calendar.

Resource Impact

Work recommended in these tasks is within both the approved scope and compensation of the contract with Baker Tilly and funding levels in the FY 2023 Operating Budget for the Office of the City Auditor.

Environmental Review

This action is exempt from CEQA and requires no further environmental review.

Attachments:

- Attachment A: OCA - FY23 Task Orders
- Attachment B: FY2022-FY2023 Audit Workplan, Council approved 04.04.2022

PROFESSIONAL SERVICES TASK ORDER

TASK ORDER FY23-03 External Financial Auditor

Consultant shall perform the Services detailed below in accordance with all the terms and conditions of the Agreement referenced in Item 1A below. All exhibits referenced in Item 8 below are incorporated into this Task Order by this reference. The Consultant shall furnish the necessary facilities, professional, technical and supporting personnel required by this Task Order as described below.

CONTRACT NO. C21179340
OR PURCHASE ORDER REQUISITION NO. (AS APPLICABLE)

- 1A. MASTER AGREEMENT NO. (MAY BE SAME AS CONTRACT / P.O. NO. ABOVE): C21179340
- 1B. TASK ORDER NO.: FY23-003
- 2. CONSULTANT NAME: Baker Tilly US, LLP
- 3. PERIOD OF PERFORMANCE: START: July 1, 2022 COMPLETION: June 30, 2023
- 4. TOTAL TASK ORDER PRICE: \$15,000
BALANCE REMAINING IN MASTER AGREEMENT/CONTRACT TBD
- 5. BUDGET CODE _____
COST CENTER _____
COST ELEMENT _____
WBS/CIP _____
PHASE _____
- 6. CITY PROJECT MANAGER’S NAME & DEPARTMENT:
Greer Stone, Chair of the City Council’s Policy and Services Committee
- 7. DESCRIPTION OF SCOPE OF SERVICES (Attachment A)
MUST INCLUDE:
 - SERVICES AND DELIVERABLES TO BE PROVIDED
 - SCHEDULE OF PERFORMANCE
 - MAXIMUM COMPENSATION AMOUNT AND RATE SCHEDULE (as applicable)
 - REIMBURSABLE EXPENSES, if any (with “not to exceed” amount)
- 8. ATTACHMENTS: A: Task Order Scope of Services B (if any): N/A

I hereby authorize the performance of the work described in this Task Order.

I hereby acknowledge receipt and acceptance of this Task Order and warrant that I have authority to sign on behalf of Consultant.

APPROVED:
CITY OF PALO ALTO

APPROVED:
COMPANY NAME: _____

BY: _____
Name _____
Title _____
Date _____

BY: _____
Name _____
Title _____
Date _____

Attachment: Attachment A: OCA - FY23 Task Orders (14890 : Approval of FY23 Task Orders for the Office of the City Auditor)

Attachment A DESCRIPTION OF SCOPE OF SERVICES

Introduction

Attachment A, the Description of Scope of Services, contains the following four (4) elements:

- Services and Deliverables To Be Provided
- Schedule of Performance
- Maximum Compensation Amount and Rate Schedule (*As Applicable*)
- Reimbursable Expenses, if any (With “Not To Exceed” Amount)

Services & Deliverables

Baker Tilly’s approach to the Office of the City Auditor’s role on the financial audit involves one (1) primary step in FY23:

- Step 1: Assistance in Managing the Financial Audit

Step 1 – Role in Managing the Financial Audit

In FY23, the project team will assist in managing the financial audit and presenting financial audit results to the Finance Committee and to the City Council, in accordance with municipal code.

Deliverables:

Legislative documents will be prepared to present the financial statements and reports prepared by an external auditor to the Finance Committee

Schedule of Performance

Anticipated Start Date: July 1, 2022

Anticipated End Date: June 30, 2023

Maximum Compensation Amount and Rate Schedule

The not-to-exceed maximum, inclusive of reimbursable expenses (as summarized below) for this Task is \$15,000. The not-to-exceed budget is based on an estimate of 40 total project hours, of which 40 are estimated to be completed by the City Auditor.

Reimbursable Expenses

Baker Tilly anticipates planning one on-site fieldwork week. Given this possibility, Baker Tilly could incur reimbursable expenses for this Task.

The not-to-exceed maximum for reimbursable expenses for this Task is \$5,700.

The following summarizes anticipated reimbursable expenses:

- Round-trip Airfare – \$1350 (2 round trip flights)
- Ground Transportation (car rental or Uber/taxi) - \$1350
- Hotel accommodation - \$2,000 (8 nights)
- Food and incidentals – \$1,000

PROFESSIONAL SERVICES TASK ORDER

TASK ORDER FY23-05 Various Reporting & City Hotline

Consultant shall perform the Services detailed below in accordance with all the terms and conditions of the Agreement referenced in Item 1A below. All exhibits referenced in Item 8 below are incorporated into this Task Order by this reference. The Consultant shall furnish the necessary facilities, professional, technical and supporting personnel required by this Task Order as described below.

CONTRACT NO. C21179340
OR PURCHASE ORDER REQUISITION NO. (AS APPLICABLE)

- 1A. MASTER AGREEMENT NO. (MAY BE SAME AS CONTRACT / P.O. NO. ABOVE): C21179340
- 1B. TASK ORDER NO.: FY23-005
- 2. CONSULTANT NAME: Baker Tilly US, LLP
- 3. PERIOD OF PERFORMANCE: START: July 1, 2022 COMPLETION: June 30, 2023
- 4. TOTAL TASK ORDER PRICE: \$60,000
BALANCE REMAINING IN MASTER AGREEMENT/CONTRACT TBD
- 5. BUDGET CODE _____
COST CENTER _____
COST ELEMENT _____
WBS/CIP _____
PHASE _____
- 6. CITY PROJECT MANAGER’S NAME & DEPARTMENT:
Greer Stone, Chair of the City Council’s Policy and Services Committee
- 7. DESCRIPTION OF SCOPE OF SERVICES (Attachment A)
MUST INCLUDE:
 - SERVICES AND DELIVERABLES TO BE PROVIDED
 - SCHEDULE OF PERFORMANCE
 - MAXIMUM COMPENSATION AMOUNT AND RATE SCHEDULE (as applicable)
 - REIMBURSABLE EXPENSES, if any (with “not to exceed” amount)
- 8. ATTACHMENTS: A: Task Order Scope of Services B (if any): N/A

I hereby authorize the performance of the work described in this Task Order.

I hereby acknowledge receipt and acceptance of this Task Order and warrant that I have authority to sign on behalf of Consultant.

APPROVED:
CITY OF PALO ALTO

APPROVED:
COMPANY NAME: _____

BY: _____
Name _____
Title _____
Date _____

BY: _____
Name _____
Title _____
Date _____

Attachment: Attachment A: OCA - FY23 Task Orders (14890 : Approval of FY23 Task Orders for the Office of the City Auditor)

Attachment A DESCRIPTION OF SCOPE OF SERVICES

Introduction

Attachment A, the Description of Scope of Services, contains the following four (4) elements:

- Services and Deliverables To Be Provided
- Schedule of Performance
- Maximum Compensation Amount and Rate Schedule (*As Applicable*)
- Reimbursable Expenses, if any (With “Not To Exceed” Amount)

Services & Deliverables

Baker Tilly will provide the following services in Task 5:

- Quarterly Reports
- Annual Status Report
- Provision of the City Hotline
- Office Administrative Functions

Deliverables:

Legislative documents will be prepared to present the financial statements and reports prepared by an external auditor to the Finance Committee

- Quarterly Reports (4 in FY23)
- Annual Status Report

Schedule of Performance

Anticipated Start Date: July 1, 2022
Anticipated End Date: June 30, 2023

Maximum Compensation Amount and Rate Schedule

The not-to-exceed maximum, inclusive of reimbursable expenses (as summarized below) for this Task is \$60,000. The not-to-exceed budget is based on an estimate of 185 total project hours, of which 135 are estimated to be completed by the City Auditor.

Reimbursable Expenses

Baker Tilly anticipates planning one on-site fieldwork week. Given this possibility, Baker Tilly could incur reimbursable expenses for this Task.

The not-to-exceed maximum for reimbursable expenses for this Task is \$28,400.

The following summarizes anticipated reimbursable expenses:

- Round-trip Airfare – \$6,700 (10 round trip flights)
- Ground Transportation (car rental or Uber/taxi) - \$6,700
- Hotel accommodation - \$10,000 (40 nights)
- Food and incidentals – \$5,000

PROFESSIONAL SERVICES TASK ORDER

TASK ORDER FY23-06 Evaluation and Benchmarking

Consultant shall perform the Services detailed below in accordance with all the terms and conditions of the Agreement referenced in Item 1A below. All exhibits referenced in Item 8 below are incorporated into this Task Order by this reference. The Consultant shall furnish the necessary facilities, professional, technical and supporting personnel required by this Task Order as described below.

CONTRACT NO. C21179340
OR PURCHASE ORDER REQUISITION NO. (AS APPLICABLE)

- 1A. MASTER AGREEMENT NO. (MAY BE SAME AS CONTRACT / P.O. NO. ABOVE): C21179340
- 1B. TASK ORDER NO.: FY23-006
- 2. CONSULTANT NAME: Baker Tilly US, LLP
- 3. PERIOD OF PERFORMANCE: START: June 1, 2022 COMPLETION: June 30, 2023
- 4. TOTAL TASK ORDER PRICE: \$21,000
BALANCE REMAINING IN MASTER AGREEMENT/CONTRACT TBD
- 5. BUDGET CODE _____
COST CENTER _____
COST ELEMENT _____
WBS/CIP _____
PHASE _____
- 6. CITY PROJECT MANAGER’S NAME & DEPARTMENT:
Greer Stone, Chair of the City Council’s Policy and Services Committee
- 7. DESCRIPTION OF SCOPE OF SERVICES (Attachment A)
MUST INCLUDE:
 - SERVICES AND DELIVERABLES TO BE PROVIDED
 - SCHEDULE OF PERFORMANCE
 - MAXIMUM COMPENSATION AMOUNT AND RATE SCHEDULE (as applicable)
 - REIMBURSABLE EXPENSES, if any (with “not to exceed” amount)
- 8. ATTACHMENTS: A: Task Order Scope of Services B (if any): N/A

I hereby authorize the performance of the work described in this Task Order.

I hereby acknowledge receipt and acceptance of this Task Order and warrant that I have authority to sign on behalf of Consultant.

APPROVED:
CITY OF PALO ALTO

APPROVED:
COMPANY NAME: _____

BY: _____
Name _____
Title _____
Date _____

BY: _____
Name _____
Title _____
Date _____

Attachment: Attachment A: OCA - FY23 Task Orders (14890 : Approval of FY23 Task Orders for the Office of the City Auditor)

Attachment A DESCRIPTION OF SCOPE OF SERVICES

Introduction

Attachment A, the Description of Scope of Services, contains the following four (4) elements:

- Services and Deliverables To Be Provided
- Schedule of Performance
- Maximum Compensation Amount and Rate Schedule (*As Applicable*)
- Reimbursable Expenses, if any (With “Not To Exceed” Amount)

Services & Deliverables

Baker Tilly’s approach to undergoing a peer review involves three (3) primary steps:

- Step 1: Preparation for a peer review
- Step 2: A peer review by an independent evaluator
- Step 3: Cost per audit analysis

Step 1 – Preparation for a peer review

The Office of the City Auditor (OCA) will conduct a self-assessment before a peer review.

Step 2 – A peer review by a qualified organization

OCA will undergo a peer review conducted by an independent evaluator. In order to accomplish this task, OCA will:

- Request a peer review from the Association of Local Government Auditors (ALGA)
- Provide documents and answer questions as requested by ALGA
- Obtain a peer review report from ALGA

Step 3 – Cost per audit analysis

OCA will prepare a cost per audit analysis.

Deliverables:

Legislative documents will be prepared to present a peer review report from an independent evaluator.

Schedule of Performance

Anticipated Start Date: June 1, 2022

Anticipated End Date: June 30, 2023

Maximum Compensation Amount and Rate Schedule

The not-to-exceed maximum, inclusive of reimbursable expenses (as summarized below) for this Task is \$21,000. The not-to-exceed budget is based on an estimate of 85 total project hours, of which 20 are estimated to be completed by the City Auditor.

Reimbursable Expenses

Baker Tilly anticipates no travel costs. All procedures including interviews and documentation reviews are expected to be completed remotely.

PROFESSIONAL SERVICES TASK ORDER

TASK ORDER 04.08 Public Safety Building-Construction Audit (CORRECTED)

Consultant shall perform the Services detailed below in accordance with all the terms and conditions of the Agreement referenced in Item 1A below. All exhibits referenced in Item 8 below are incorporated into this Task Order by this reference. The Consultant shall furnish the necessary facilities, professional, technical and supporting personnel required by this Task Order as described below.

CONTRACT NO. C21179340
OR PURCHASE ORDER REQUISITION NO. (AS APPLICABLE)

- 1A. MASTER AGREEMENT NO. (MAY BE SAME AS CONTRACT / P.O. NO. ABOVE): C21179340
1B. TASK ORDER NO.: FY21-001
2. CONSULTANT NAME: Baker Tilly US, LLP
3. PERIOD OF PERFORMANCE: START: March 1, 2021 COMPLETION: June 30, 2022 (est.) June 30, 2023
4. TOTAL TASK ORDER PRICE: \$82,500
BALANCE REMAINING IN MASTER AGREEMENT/CONTRACT TBD
5. BUDGET CODE
COST CENTER
COST ELEMENT
WBS/CIP
PHASE
6. CITY PROJECT MANAGER'S NAME & DEPARTMENT:
Lydia Kou, Greer Stone, Chair of the City Council's Policy and Services Committee
7. DESCRIPTION OF SCOPE OF SERVICES (Attachment A)
MUST INCLUDE:
SERVICES AND DELIVERABLES TO BE PROVIDED
SCHEDULE OF PERFORMANCE
MAXIMUM COMPENSATION AMOUNT AND RATE SCHEDULE (as applicable)
REIMBURSABLE EXPENSES, if any (with "not to exceed" amount)
8. ATTACHMENTS: A: Task Order Scope of Services B (if any): N/A

I hereby authorize the performance of the work described in this Task Order.

I hereby acknowledge receipt and acceptance of this Task Order and warrant that I have authority to sign on behalf of Consultant.

APPROVED:
CITY OF PALO ALTO

APPROVED:
COMPANY NAME:

BY:
Name
Title
Date

BY:
Name
Title
Date

Attachment: Attachment A: OCA - FY23 Task Orders (14890) : Approval of FY23 Task Orders for the Office of the City Auditor

Attachment A DESCRIPTION OF SCOPE OF SERVICES

Introduction

Attachment A, the Description of Scope of Services, contains the following four (4) elements:

- Services and Deliverables To Be Provided
- Schedule of Performance
- Maximum Compensation Amount and Rate Schedule (*As Applicable*)
- Reimbursable Expenses, if any (With “Not To Exceed” Amount)

Services & Deliverables

Baker Tilly’s approach to conducting the Public Safety Building construction audit involves three (3) primary steps:

- Step 1: Project Planning & Management
- Step 2: Monthly Monitoring
- Step 3: Reporting

Step 1 – Project Planning & Management

This step includes those tasks necessary to solidify mutual understanding of the construction audit scope, objectives, deliverables, and timing as well as ensuring that appropriate client and consultant resources are available and well-coordinated. Tasks include:

- Conduct a formal kick off meetings with the City, the Construction Manager, Architect and Waterproofing Inspector.
- Formalize the communication plan, reporting formats, status update schedule and deliverable milestone schedule
- Distribute initial document request and check list
- Review the contract documents related to each provider to identify key terms and develop a specific testing program for each contract

Step 2 – Monthly monitoring

During this step we will review monthly invoices from the Construction Manager, Architect and Waterproofing Inspector. We will focus on the following areas:

- Monthly invoice review
- Change order testing
- Contingency and allowance testing
- Lien waiver control

- Compliance with insurance requirements
- Closeout testing
- Verify the City's implementation and adherence to documented project controls

Step 3 – Reporting

We will prepare a monthly status update reflecting the testing performed during the current period and planned testing for the subsequent period(s). The monthly status update will also reflect any current audit issues, the status of any previously identified issues and any open requests for documentation. At the completion of the project, we will provide a final report detailing all procedures performed along with any observations and the applicable resolutions or recommendations.

Deliverables:

The following deliverable will be prepared as part of this engagement:

- Written monthly status updates as described in Step 3
- Final report as described in Step 3

Schedule of Performance

Anticipated Start Date: March 1, 2021

Anticipated End Date: June 30, 2023

Maximum Compensation Amount and Rate Schedule

The not-to-exceed maximum for this Task is \$82,500. The not-to-exceed budget is based on an estimate of ~~4200~~ 420 total project hours to be completed by Baker Tilly.

Reimbursable Expenses

We plan to complete the majority of the work remote including all required meetings and documentation review. If conditions allow, Baker Tilly will perform site visits once per year around key project milestones. Our travel expenses will be billed separately at actual cost. We will submit an estimate of our reimbursable expenses for the City's approval prior to traveling to Palo Alto.

PROFESSIONAL SERVICES TASK ORDER

TASK ORDER 04.16 Review of ALPR Technology Contract Management

Consultant shall perform the Services detailed below in accordance with all the terms and conditions of the Agreement referenced in Item 1A below. All exhibits referenced in Item 8 below are incorporated into this Task Order by this reference. The Consultant shall furnish the necessary facilities, professional, technical and supporting personnel required by this Task Order as described below.

CONTRACT NO. C21179340
OR PURCHASE ORDER REQUISITION NO. (AS APPLICABLE)

- 1A. MASTER AGREEMENT NO. (MAY BE SAME AS CONTRACT / P.O. NO. ABOVE): C21179340
- 1B. TASK ORDER NO.: FY23-4.16
- 2. CONSULTANT NAME: Baker Tilly US, LLP
- 3. PERIOD OF PERFORMANCE: START: January 1, 2023 COMPLETION: June 30, 2023
- 4. TOTAL TASK ORDER PRICE: \$82,500
BALANCE REMAINING IN MASTER AGREEMENT/CONTRACT TBD
- 5. BUDGET CODE _____
COST CENTER _____
COST ELEMENT _____
WBS/CIP _____
PHASE _____
- 6. CITY PROJECT MANAGER’S NAME & DEPARTMENT:
Greer Stone, Chair of the City Council’s Policy and Services Committee
- 7. DESCRIPTION OF SCOPE OF SERVICES (Attachment A)
MUST INCLUDE:
 - SERVICES AND DELIVERABLES TO BE PROVIDED
 - SCHEDULE OF PERFORMANCE
 - MAXIMUM COMPENSATION AMOUNT AND RATE SCHEDULE (as applicable)
 - REIMBURSABLE EXPENSES, if any (with “not to exceed” amount)
- 8. ATTACHMENTS: A: Task Order Scope of Services B (if any): N/A

I hereby authorize the performance of the work described in this Task Order.

I hereby acknowledge receipt and acceptance of this Task Order and warrant that I have authority to sign on behalf of Consultant.

APPROVED:
CITY OF PALO ALTO

APPROVED:
COMPANY NAME: _____

BY: _____
Name _____
Title _____
Date _____

BY: _____
Name _____
Title _____
Date _____

Attachment: Attachment A: OCA - FY23 Task Orders (14890 : Approval of FY23 Task Orders for the Office of the City Auditor)

Attachment A DESCRIPTION OF SCOPE OF SERVICES

Introduction

Attachment A, the Description of Scope of Services, contains the following four (4) elements:

- Services and Deliverables To Be Provided
- Schedule of Performance
- Maximum Compensation Amount and Rate Schedule (*As Applicable*)
- Reimbursable Expenses, if any (With “Not To Exceed” Amount)

Services & Deliverables

Baker Tilly’s approach to conducting an internal audit of Contract Management for ALPR Technology involves three (3) primary steps:

- Step 1: Audit Planning
- Step 2: Control Review and Testing
- Step 3: Reporting

Step 1 – Audit Planning

This step consists of the tasks performed to adequately plan the work necessary to address the overall audit objective and to solidify mutual understanding of the audit scope, objectives, audit process, and timing between stakeholders and auditors. Tasks include:

- Gather information to understand the environment under review
 - Understand the organizational structure and objectives
 - Review the City code, regulations, and other standards and expectations
 - Review prior audit results, as applicable
 - Review additional documentation and conduct interviews as necessary
- Assess the audit risk
- Write an audit planning memo and audit program
 - Refine audit objectives and scope
 - Identify the audit procedures to be performed and the evidence to be obtained and examined
- Announce the initiation of the audit and conduct kick-off meeting with key stakeholders
 - Discuss audit objectives, scope, audit process, timing, resources, and expectations
 - Discuss documentation and interview requests for the audit

Step 2 – Control Review and Testing

This step involves executing the procedures in the audit program to gather information, interview individuals, and analyze the data and information to obtain sufficient evidence to address the audit objectives. The preliminary audit objective is to: (1) Determine whether adequate policies and procedures are implemented effectively to protect the privacy of personal information gathered using ALPR technology for the City’s parking management. (2) Determine whether the City monitors the vendor’s performance to ensure the compliance with contract terms and applicable laws and regulations related to data privacy. Procedures include, but not limited to:

- Interview the appropriate individuals to understand the process, the information system used, and the internal controls related to data privacy.
- Compare data privacy related policies and procedures as well as the regulations and standards to determine whether personally identifiable information (PII) has confidentiality, integrity, and availability as needed.
- Review IT vendor performance monitoring practices to determine whether controls are implemented to ensure compliance with contract terms and data privacy standards.
- Perform test procedures including observations of controls (such as governance, management and technical IT controls) and review of a sample of parking patrons (PII during the audit period).
- Compare the process and controls against the best practices.

Step 3 – Reporting

In Step 3, the project team will perform tasks necessary to finalize audit working papers, prepare and review a draft report with the stakeholders, and submit a final audit report. Tasks include:

- Develop findings, conclusions, and recommendations based on the supporting evidence gathered
- Validate findings with the appropriate individuals and discuss the root cause of the identified findings
- Complete supervisory review of working papers and a draft audit report
- Distribute a draft audit report and conduct a closing meeting with key stakeholders
 - Discuss the audit results, findings, conclusions, and recommendations
 - Discuss management responses
- Obtain written management responses and finalize a report
- Review report with members of City Council and/or the appropriate Council Committee

Deliverables:

The following deliverable will be prepared as part of this engagement:

- Audit Report

Schedule of Performance

Anticipated Start Date: January 1, 2023

Anticipated End Date: June 30, 2023

Maximum Compensation Amount and Rate Schedule

The not-to-exceed maximum, inclusive of reimbursable expenses (as summarized below) for this Task is \$82,500. The not-to-exceed budget is based on an estimate of 400 total project hours, of which 20 are estimated to be completed by the City Auditor.

Reimbursable Expenses

If circumstances allow, Baker Tilly anticipates planning one on-site fieldwork week. Given this possibility, Baker Tilly could incur reimbursable expenses for this Task.

The not-to-exceed maximum for reimbursable expenses for this Task is \$8,500.

The following summarizes anticipated reimbursable expenses (for three team members):

- Round-trip Airfare – \$2,000 (3 round trip flights)
- Ground Transportation (car rental or Uber/taxi) - \$2,000
- Hotel accommodation - \$3,000 (12 nights)
- Food and incidentals – \$1,500

Note that, as the restrictions associated with COVID-19 change, the project team will work with the City to consider circumstances at the time.

PROFESSIONAL SERVICES TASK ORDER

TASK ORDER 04.17 Investment Management Review

Consultant shall perform the Services detailed below in accordance with all the terms and conditions of the Agreement referenced in Item 1A below. All exhibits referenced in Item 8 below are incorporated into this Task Order by this reference. The Consultant shall furnish the necessary facilities, professional, technical and supporting personnel required by this Task Order as described below.

CONTRACT NO. C21179340
OR PURCHASE ORDER REQUISITION NO. (AS APPLICABLE)

- 1A. MASTER AGREEMENT NO. (MAY BE SAME AS CONTRACT / P.O. NO. ABOVE): C21179340
- 1B. TASK ORDER NO.: FY23-4.17
- 2. CONSULTANT NAME: Baker Tilly US, LLP
- 3. PERIOD OF PERFORMANCE: START: December 1, 2022 COMPLETION: June 30, 2023
- 4. TOTAL TASK ORDER PRICE: \$61,550
BALANCE REMAINING IN MASTER AGREEMENT/CONTRACT \$TBD
- 5. BUDGET CODE _____
COST CENTER _____
COST ELEMENT _____
WBS/CIP _____
PHASE _____
- 6. CITY PROJECT MANAGER’S NAME & DEPARTMENT:
Greer Stone, Chair of the City Council’s Policy and Services Committee
- 7. DESCRIPTION OF SCOPE OF SERVICES (Attachment A)
MUST INCLUDE:
 - SERVICES AND DELIVERABLES TO BE PROVIDED
 - SCHEDULE OF PERFORMANCE
 - MAXIMUM COMPENSATION AMOUNT AND RATE SCHEDULE (as applicable)
 - REIMBURSABLE EXPENSES, if any (with “not to exceed” amount)
- 8. ATTACHMENTS: A: Task Order Scope of Services B (if any): N/A

I hereby authorize the performance of the work described in this Task Order.

I hereby acknowledge receipt and acceptance of this Task Order and warrant that I have authority to sign on behalf of Consultant.

APPROVED:
CITY OF PALO ALTO

APPROVED:
COMPANY NAME: _____

BY: _____
Name _____
Title _____
Date _____

BY: _____
Name _____
Title _____
Date _____

Attachment: Attachment A: OCA - FY23 Task Orders (14890 : Approval of FY23 Task Orders for the Office of the City Auditor)

Attachment A DESCRIPTION OF SCOPE OF SERVICES

Introduction

Attachment A, the Description of Scope of Services, contains the following four (4) elements:

- Services and Deliverables To Be Provided
- Schedule of Performance
- Maximum Compensation Amount and Rate Schedule (*As Applicable*)
- Reimbursable Expenses, if any (With “Not To Exceed” Amount)

Services & Deliverables

Baker Tilly’s approach to conducting a Review of Investment Management involves three (3) primary steps:

- Step 1: Audit Planning
- Step 2: Control Review and Testing
- Step 3: Reporting

Step 1 – Audit Planning

This step consists of the tasks performed to adequately plan the work necessary to address the overall audit objective and to solidify mutual understanding of the audit scope, objectives, audit process, and timing between stakeholders and auditors. Tasks include:

- Gather information to understand the environment under review
 - Understand the organizational structure and objectives
 - Review the City code, regulations, and other standards and expectations
 - Review prior audit results, as applicable
 - Review additional documentation and conduct interviews as necessary
- Assess the audit risk
- Write an audit planning memo and audit program
 - Refine audit objectives and scope
 - Identify the audit procedures to be performed and the evidence to be obtained and examined
- Announce the initiation of the audit and conduct kick-off meeting with key stakeholders
 - Discuss audit objectives, scope, audit process, timing, resources, and expectations
 - Discuss documentation and interview requests for the audit

Step 2 – Control Review and Testing

This step involves executing the procedures in the audit program to gather information, interview individuals, and analyze the data and information to obtain sufficient evidence to address the audit objectives. The preliminary audit objective is to: (1) Determine whether adequate controls are in place and working effectively to ensure that investments are properly managed in accordance with the investment policy; (2) Assess the efficiency and the effectiveness of the investment portfolio management against the best practice. Procedures include, but not limited to:

- Interview the appropriate individuals to understand the process, the information system used, and the internal controls related to investment management
- Review policies and procedures as well as the regulations and standards to identify the criteria to be used for evaluation of control design and effectiveness
- Perform test procedures including observation of controls (such as application controls) and review of selected documents (such as supporting documents for the recorded transactions)
- Compare the process and controls against the best practices

Step 3 – Reporting

In Step 3, the project team will perform tasks necessary to finalize audit working papers, prepare and review a draft report with the stakeholders, and submit a final audit report. Tasks include:

- Develop findings, conclusions, and recommendations based on the supporting evidence gathered
- Validate findings with the appropriate individuals and discuss the root cause of the identified findings
- Complete supervisory review of working papers and a draft audit report
- Distribute a draft audit report and conduct a closing meeting with key stakeholders
 - Discuss the audit results, findings, conclusions, and recommendations
 - Discuss management responses
- Obtain written management responses and finalize a report
- Review report with members of City Council and/or the appropriate Council Committee

Deliverables:

The following deliverable will be prepared as part of this engagement:

- Audit Report

Schedule of Performance

Anticipated Start Date: December 1, 2022

Anticipated End Date: June 30, 2023

Maximum Compensation Amount and Rate Schedule

The not-to-exceed maximum, inclusive of reimbursable expenses (as summarized below) for this Task is \$61,550. The not-to-exceed budget is based on an estimate of 350 total project hours, of which 20 are estimated to be completed by the City Auditor.

Reimbursable Expenses

If circumstances allow, Baker Tilly anticipates planning one on-site fieldwork week. Given this possibility, Baker Tilly could incur reimbursable expenses for this Task.

The not-to-exceed maximum for reimbursable expenses for this Task is \$8,500.

The following summarizes anticipated reimbursable expenses (for three team members):

- Round-trip Airfare – \$2,000 (3 round trip flights)
- Ground Transportation (car rental or Uber/taxi) - \$2,000
- Hotel accommodation - \$3,000 (12 nights)
- Food and incidentals – \$1,500

Note that, as the restrictions associated with COVID-19 change, the project team will work with the City to consider circumstances at the time.

PROFESSIONAL SERVICES TASK ORDER

TASK ORDER 04.18 Management Request – Janitorial Contract Compliance Review

Consultant shall perform the Services detailed below in accordance with all the terms and conditions of the Agreement referenced in Item 1A below. All exhibits referenced in Item 8 below are incorporated into this Task Order by this reference. The Consultant shall furnish the necessary facilities, professional, technical and supporting personnel required by this Task Order as described below.

CONTRACT NO. C21179340
OR PURCHASE ORDER REQUISITION NO. (AS APPLICABLE)

- 1A. MASTER AGREEMENT NO. (MAY BE SAME AS CONTRACT / P.O. NO. ABOVE): C21179340
- 1B. TASK ORDER NO.: FY23-4.18
- 2. CONSULTANT NAME: Baker Tilly US, LLP
- 3. PERIOD OF PERFORMANCE: START: December 1, 2022 COMPLETION: June 30, 2023
- 4. TOTAL TASK ORDER PRICE: \$73,500
BALANCE REMAINING IN MASTER AGREEMENT/CONTRACT \$1,235,000
- 5. BUDGET CODE _____
COST CENTER _____
COST ELEMENT _____
WBS/CIP _____
PHASE _____
- 6. CITY PROJECT MANAGER’S NAME & DEPARTMENT:
Greer Stone, Chair of the City Council’s Policy and Services Committee
- 7. DESCRIPTION OF SCOPE OF SERVICES (Attachment A)
MUST INCLUDE:
 - SERVICES AND DELIVERABLES TO BE PROVIDED
 - SCHEDULE OF PERFORMANCE
 - MAXIMUM COMPENSATION AMOUNT AND RATE SCHEDULE (as applicable)
 - REIMBURSABLE EXPENSES, if any (with “not to exceed” amount)
- 8. ATTACHMENTS: A: Task Order Scope of Services B (if any): N/A

I hereby authorize the performance of the work described in this Task Order.

I hereby acknowledge receipt and acceptance of this Task Order and warrant that I have authority to sign on behalf of Consultant.

APPROVED:
CITY OF PALO ALTO

APPROVED:
COMPANY NAME: _____

BY: _____
Name _____
Title _____
Date _____

BY: _____
Name _____
Title _____
Date _____

Attachment: Attachment A: OCA - FY23 Task Orders (14890 : Approval of FY23 Task Orders for the Office of the City Auditor)

Attachment A DESCRIPTION OF SCOPE OF SERVICES

Introduction

Attachment A, the Description of Scope of Services, contains the following four (4) elements:

- Services and Deliverables To Be Provided
- Schedule of Performance
- Maximum Compensation Amount and Rate Schedule (*As Applicable*)
- Reimbursable Expenses, if any (With “Not To Exceed” Amount)

Services & Deliverables

Baker Tilly’s approach to conducting an internal audit of Contract Management for ALPR Technology involves three (3) primary steps:

- Step 1: Audit Planning
- Step 2: Control Review and Testing
- Step 3: Reporting

Step 1 – Audit Planning

This step consists of the tasks performed to adequately plan the work necessary to address the overall audit objective and to solidify mutual understanding of the audit scope, objectives, audit process, and timing between stakeholders and auditors. Tasks include:

- Gather information to understand the environment under review
 - Understand the organizational structure and objectives
 - Review the City code, regulations, and other standards and expectations
 - Review prior audit results, as applicable
 - Review additional documentation and conduct interviews as necessary
- Assess the audit risk
- Write an audit planning memo and audit program
 - Refine audit objectives and scope
 - Identify the audit procedures to be performed and the evidence to be obtained and examined
- Announce the initiation of the audit and conduct kick-off meeting with key stakeholders
 - Discuss audit objectives, scope, audit process, timing, resources, and expectations
 - Discuss documentation and interview requests for the audit

Step 2 – Control Review and Testing

This step involves executing the procedures in the audit program to gather information, interview individuals, and analyze the data and information to obtain sufficient evidence to address the audit objectives. The preliminary audit objective is to: (1) Determine whether the City requires its janitorial service providers to meet the responsible employment standards and monitors the providers' compliance with contract terms to ensure that the City receives effective and reliable janitorial services. (2) Determine whether the City's janitorial service providers comply with the contract terms in order to provide professional janitorial services to the City. Procedures include, but not limited to:

- Review the contract(s) and understand the contract terms and requirements set by the City.
- Review the City's performance monitoring practices for janitorial service contracts to determine whether controls are implemented to ensure service providers' compliance with contract terms.
- Perform test procedures including observations of monitoring controls to determine the control effectiveness.
- Review the documents evidencing the service providers' compliance with the contract terms, including the wage data, etc.
- If possible, visit some of the buildings cleaned by the service providers to observe the conditions and inquire with the service providers' employees. Alternatively, interview them remotely or send a survey as necessary to gather necessary information.
- Compare the process and controls against the best practices.

Step 3 – Reporting

In Step 3, the project team will perform tasks necessary to finalize audit working papers, prepare and review a draft report with the stakeholders, and submit a final audit report. Tasks include:

- Develop findings, conclusions, and recommendations based on the supporting evidence gathered
- Validate findings with the appropriate individuals and discuss the root cause of the identified findings
- Complete supervisory review of working papers and a draft audit report
- Distribute a draft audit report and conduct a closing meeting with key stakeholders
 - Discuss the audit results, findings, conclusions, and recommendations
 - Discuss management responses
- Obtain written management responses and finalize a report
- Review report with members of City Council and/or the appropriate Council Committee

Deliverables:

The following deliverable will be prepared as part of this engagement:

- Audit Report

Schedule of Performance

Anticipated Start Date: December 1, 2022

Anticipated End Date: June 30, 2023

Maximum Compensation Amount and Rate Schedule

The not-to-exceed maximum, inclusive of reimbursable expenses (as summarized below) for this Task is \$73,500. The not-to-exceed budget is based on an estimate of 350 total project hours, of which 20 are estimated to be completed by the City Auditor.

Reimbursable Expenses

If circumstances allow, Baker Tilly anticipates planning one on-site fieldwork week. Given this possibility, Baker Tilly could incur reimbursable expenses for this Task.

The not-to-exceed maximum for reimbursable expenses for this Task is \$5,700.

The following summarizes anticipated reimbursable expenses (for two team members):

- Round-trip Airfare – \$1,350 (2 round-trip flights)
- Ground Transportation (car rental or Uber/taxi) - \$1,350
- Hotel accommodation - \$2,000 (8 nights)
- Food and incidentals – \$1,000

Note that, as the restrictions associated with COVID-19 change, the project team will work with the City to consider circumstances at the time.

ATTACHMENT B: Excerpt OCA FY 2023 Audit Workplan

1.b

7.b

FY2022/2023 Audit Plan

Proposed Audit Activities for FY2022-2023

Included in the tables below are the proposed audit activities for the remainder of FY2022 and FY2023. Each audit activity corresponds to a risk rated as High or Moderate in the Risk Assessment Report and selected based on other factors outlined on page 3.

The preliminary audit objectives are described for each audit listed. These objectives and scope of each audit activity will be further defined based on the result of a project planning risk assessment processes performed at the beginning of each activity.

Audits are planned in three overall phases – note that the timing may differ slightly for each audit activity:

- **Phase I** – Activities projected to start before March 2022 and end by June 2022
- **Phase II** – Activities projected to start in March 2022 and end by December 2022
- **Phase III** – Activities projected to start in June 2022 or January 2023 and end by June 2023

Amendments to the proposed audit plan will be proposed either as needed or after conducting an annual risk assessment and update the audit plan, as needed, during FY23. Amendments may be proposed in response to changes in the City's environment such as organizational structure, operations, risks, systems, and controls. Please note that the City Auditor will actively manage projects and overall budgets and workload in its execution of the workplan.

For each audit activity, a task order is submitted to the City Council for approval before the work is commenced. We have prepared and attached to this report multiple task orders that correspond to audit activities we have prioritized (e.g., those in Phase I). Those audit activities for are marked with an "X" in the 'Seeking Approval' column of the table below, and the Task Orders are included in the Appendix.

Attachment: Attachment B: FY2022-FY2023 Audit Workplan, Council approved 04.04.2022 (14890 : Approval of FY23 Task Orders for the Office

Phase I Activities

Seeking Approval	Function	Project Title	Audit Objectives	Timeline	Estimated Hours	FY22 Cost	FY23 Cost (*)	Total Cost FY21+22+23
	Administrative Services	Economic Recovery Advisory (Task Order 4.7)	<ul style="list-style-type: none"> Review the City's long-term financial planning model and offer recommendations for improvement. Identify and evaluate key revenue sources categories that present long term risk to the City's financial sustainability. Perform scenario analysis and advise in the development of long term financial projections. 	March - December 2021	400	\$64,663		\$64,663
	Public Works	Public Safety Building - Construction Audit (Task Order 4.8)	<ul style="list-style-type: none"> Monthly invoice review Change order testing Contingency and allowance testing Lien waiver control Compliance with insurance requirements 	March 2021 - June 2023	420	\$26,633	\$26,633	\$51,266
	Planning and Development Services	Building Permit & Inspection Process Review (Task Order 4.9)	<ul style="list-style-type: none"> Identify highest impact area to focus the assessment (e.g., specific permit type(s), specific sub-processes, etc.). Document corresponding process(es) and evaluate for efficiency and effectiveness. Benchmark operational performance against industry practices and established standards. 	April – September 2021	360	\$48,300		\$48,300
	Citywide	Nonprofit Agreements Risk Management Review (Task Order 4.10)	<ul style="list-style-type: none"> Evaluate controls in place to ensure that nonprofit organizations are properly vetted prior to selection and monitored through the life of an agreement. Assess the performance monitoring process against the best practice. Follow up on relevant audit findings from past audit work. 	May – September 2021	400	\$55,246		\$55,246
	Utilities	Utility Work Order & Process Review (Task Order 4.11)	<ul style="list-style-type: none"> Determine whether adequate controls are in place and working effectively around the work order process Assess the work order process against best practices 	January - December 2022	400	\$81,400		\$81,400
	Administrative Services / Information Technology	Wire Payment Process and Controls (Task Order 4.12)	<ul style="list-style-type: none"> Determine whether adequate controls are in place and working effectively to ensure that all disbursements are valid and properly processed in compliance with City's policies and procedures Determine whether end user security awareness training is sufficient to prevent erroneous payments caused by phishing 	February - June 2022	270	\$54,550		\$54,550
Phase I Sub Total					2,250	\$329,792	\$26,633	\$355,425

* For the purpose of audit plan preparation, OCA used the FY22 budget amount for FY23

Phase II Activities

Seeking Approval	Function	Project Title	Audit Objectives (preliminary objectives for audits not currently subject to approval)	Timeline	Estimated Hours	FY22 Cost	FY23 Cost (*)	Total Cost
X	Human Resources	Remote and Flexible Work Study	<ul style="list-style-type: none"> Assess employee and management perspectives for long-term remote and flexible work viability and associated challenges Evaluate positive outcomes and challenges for managing a mixed location workforce Identify policies, processes, management practices and work culture improvements that may improve the City's ability to manage a remote workforce 	March - December 2022	285	\$50,000	\$10,000	\$60,000
X	Information Technology	Cybersecurity Assessment	<ul style="list-style-type: none"> Map current state security capabilities to the NIST Cybersecurity Framework and evaluate the maturity of current security processes Identify current risks related to weaknesses in the City's cybersecurity program Identify target state objectives utilizing the Capability Maturity Model (CMMI) and develop recommendation to meet the objectives 	March - December 2022	525	\$90,000	\$20,000	\$110,000
X	Public Works	Wastewater Treatment Plant Agreement Audit	<ul style="list-style-type: none"> Evaluate whether direct and indirect costs incurred by the City are properly allocated to the operation of the Wastewater Treatment Plant. Review whether costs are properly allocated to the various parties to the Wastewater Treatment Plant Agreement. 	March 2022 - December 2022	400	\$60,000	\$2,250	\$62,250
Phase II Sub Total					1,210	\$194,000	\$38,250	\$232,250

* For the purpose of audit plan preparation, OCA used the FY22 budget amount for FY23

Phase III Activities

Seeking Approval	Function	Project Title	Preliminary Audit Objectives	Timeline	Estimated Hours	FY22 Cost	FY23 Cost (*)	Total Cost
	Transportation	Contract Management - ALPR Technology	<ul style="list-style-type: none"> Determine whether policies and procedures are implemented effectively to protect the privacy of personal information gathered using ALPR technology for the City's parking management. Determine whether the City monitors the vendor's performance to ensure the compliance with contract terms and applicable laws and regulations related to data privacy. 	June 2022 - January 2023	400		\$82,500	\$82,500
	Administrative Services	Investment Management	<ul style="list-style-type: none"> Determine whether adequate controls are in place and operating effectively to ensure that investments are managed in accordance with the investment management and other relevant policies. Assess the organizational structure and operations of the investment portfolio management function against best practice. 	June 2022 - January 2023	350		\$61,550	\$61,550
	Information Technology	Disaster Recovery Preparedness	<ul style="list-style-type: none"> Determine whether a formal disaster recovery plan exists and aligns with the City's needs for business continuity Determine whether a disaster recovery plan is periodically tested and updated to ensure a successful recovery 	January - June 2023	400		\$87,500	\$87,500
	Administrative Services	Procurement Process	<ul style="list-style-type: none"> Determine whether adequate controls are in place and working effectively to ensure that the appropriate vendors are selected properly to achieve desired objectives Identify the opportunities to improve the efficiency and effectiveness of the procurement process 	January - June 2023	350		\$61,550	\$61,550
	Planning and Development Services	Long Range Planning	<ul style="list-style-type: none"> Review progress against intended goals and identify any gaps Determine whether an effective control environment exists for the Long Range Planning group to maintain City's Comprehensive Plan Determine whether adequate controls are in place and working effectively for data analyses 	January - June 2023	400		\$82,500	\$82,500
	Public Works	ADA Compliance	<ul style="list-style-type: none"> Determine whether improvements have been made to make facilities, programs, and services accessible in accordance with the Transition Plan and Self-Evaluation Final Study to ensure compliance with the Americans with Disabilities Act (ADA) OF 1990 	January - June 2023	350		\$61,550	\$61,550
	TBD	TBD / Ad Hoc Requests	TBD	TBD	TBD			
Phase III Sub Total					2,300	\$0	\$458,100	\$458,100
Phase I + II + III TOTAL					5,760	\$523,792	\$521,983	\$1,045,775
FY22 - FY23 Budget						\$600,000	\$560,000	\$1,160,000
FY23 Ad Hoc / Contingency						\$76,208	\$38,017	\$114,225

* For the purpose of audit plan preparation, OCA used the FY22 budget amount for FY23



City of Palo Alto

Policy and Services Committee Staff Report

(ID # 14400)

Meeting Date: 11/3/2022

Report Type:

Title: Review Proposed Reorganization of City Council Procedures and Protocols Handbook and Direction to Staff on Next Steps

From: City Manager

Lead Department: City Manager

Recommendation:

Staff recommends that the Policy and Services Committee discuss the proposed revised outline of the [City Council Procedures and Protocols Handbook](#) (CPP or Handbook) as well as any potential substantive edits, changes, and revisions to the Handbook and recommend desired changes to the City Council for consideration at its annual retreat in early 2023. This is the first of a two-step process, where following confirmation of the revised outline staff will return with the complete text of the reformatted Handbook for discussion, substantive text changes, and City Council approval.

Staff can return to the Policy and Services Committee for the complete text review at a future meeting or submit directly to the full City Council, pending direction by the Policy and Services Committee.

Background:

The Municipal Code provides that the City Council shall adopt “a handbook of procedural rules governing any aspect of the conduct of meetings and hearings for the Council and its standing committees, including but not limited to agenda requirements, the order of business, rules of order, rules of evidence, closed session procedures and rules for public participation in meetings” (PAMC section 2.04.100). The City Council adopted the first version of the City Council Procedures and Protocols Handbook in the early 2000s.

The Handbook calls on the City Council to review its procedural rules and protocols annually. (CPP, Protocols Section 3.1, p. 34). This is typically done at the City Council’s January retreat. The Handbook has been amended numerous times over the years with updates to particular sections, though the core of the document has remained largely unchanged for over 20 years. Most recently, the City Council adopted a set of changes on February 1, 2020 ([CMR #11036; Minutes](#)), during the annual City Council Retreat, with approval following a referral to Policy and Services.

In June 2021, the Policy and Services Committee discussed the City Council Procedures and Protocols ([CMR #12341](#)) and recommended that the City Council hire a consultant to cleanup and reformat the handbook to improve readability and ease of use for City Council Members, Staff and the public ([Minutes](#)). The City Council approved this recommendation in August 2021 ([CMR #13446](#)).

Regarding suggested changes to the Handbook, Staff combined a list of Staff-generated potential changes based on City Council suggestions over the 2021 year as well as some included in the June 2021 memo to Policy and Services Committee. All of these suggestions are included as **Attachment B** for Committee consideration and discussion. Staff is soliciting the City Council for proposed Handbook changes and those will be included in late packet for the November 3 Policy and Services Committee.

Discussion:

The CPP describes the way the Palo Alto City Council does its business and is a directional guide (PAMC section 2.04.100). It is intended to accomplish two goals: first, the CPP is an informational guide for anyone doing business or appearing before the City Council. Second, the CPP is a compilation of procedures and protocols that have been formally adopted by the City Council. Municipal Code 2.04.100 states the following related to the handbook:

Municipal Code 2.04.100 - Handbook of procedural rules

The Council shall adopt by resolution a handbook of procedural rules governing any aspect of the conduct of meetings and hearings for the council and its standing committees, including but not limited to agenda requirements, the order of business, rules of order, rules of evidence, closed session procedures and rules for public participation in meetings. The handbook of procedural rules shall be deemed guidelines and failure to comply with any procedural rule shall not be the basis for challenge to or invalidation of any action of the council, nor shall they be construed to create any independent remedy or right of action of any kind.

Handbook Reorganization Effort

Staff is working with a communication and copy-editing specialist on reorganizing and simplifying the CPP document to improve clarity and make the Handbook easier to use. Staff also will propose language to updates to conform to current City Council practice and changes in law. Substantive revisions on policy matters are not intended at this stage. Staff intends to present a draft document to the Policy and Services Committee in December based on the discussion at the November 3, 2022 Committee meeting.

Working with the communication and copy-editing specialist, the outline as shown in **Attachment A** has been produced for Committee consideration. This outline reorganizes sections of the Handbook to consolidate related topics and to relocate items from the Protocols section of the Handbook that are procedural in nature. The outline also recommends the insertion of an introduction to the document which would explain that it is one Handbook with

two parts, Procedures and Protocols. The introduction would also explain the difference between each (a Procedure describes the process through which work is done and a Protocol sets expectations for conduct and behavior).

In reorganizing the Handbook outline, Staff and the copyeditor approached it with the following scope, to:

- Reorganize the document to improve the ability to find useful guidance,
- Eliminate duplication where present, and
- Update to conform with current practice and changes in law.

At this point, Staff has not recommended rewording existing section titles though Staff welcomes feedback from the Committee in this regard. Staff requests feedback from the Committee at this November meeting about the overall outline so that a full text draft of the reorganized Handbook can be brought to the Committee (or the full Council, if preferred by the Committee) in December. If the Committee, through a vote, makes recommendations on title changes, Staff will incorporate those changes into draft.

Suggestions for New/Edited Procedures or Protocols

In the meantime, Staff understands that the Policy and Services Committee has not been able to make recommendations to the full City Council regarding new or edited procedures or protocols (substantive changes) to the Handbook since 2020. In preparation for the 2023 City Council retreat, Staff requests Committee review of the list of suggested changes to the Handbook. These items are a combined list of potential changes based on City Council suggestions over the 2021 year as well as those included in the June 2021 memo ([CMR #12341](#)) to Policy and Services Committee. Most are from City Councilmembers, and some are Staff generated. All of these suggestions are included as **Attachment B** for Committee consideration and discussion.

Timeline, Resource Impact, Policy Implications

Based on the outcome of this meeting, staff will incorporate recommended changes and return to Policy and Services Committee for discussion on the full text of the reformatted Handbook in December. Staff will forward the Committee's recommendations regarding suggestions for New/Edited procedures or protocols to the full City Council at the early 2023 City Council retreat. Depending on the nature and extent of the New/Edited procedure or protocol revisions sought, the actual revision language could involve a moderate amount of staff resources to draft.

Stakeholder Engagement

The items included in **Attachment B** reflect feedback from Staff. Staff is soliciting Handbook feedback from the City Council to be shared as a late packet report.

Environmental Review

This is not considered a project as defined by CEQA and no review is required.

Attachments:

- Attachment A: Draft Table of Contents-Council Policies and Procedures Handbook-Oct2022
- Attachment B-Staff Proposed Changes to Council Handbook, Oct. 2022
- Attachment C-Existing Handbook: 02-01-20-adopted-council-protocols-and-procedures-manual

City Council Procedures and Protocols Handbook Draft Table of Contents as of Oct. 2022

Introduction – Purpose of the City Council Policies and Procedures Handbook (explains that this is one Handbook with 2 sections; provides description of ‘Procedure’ and description of ‘Protocol’).

Orange text is a section moved from the Protocols Part of the Handbook to the Procedures Part.

Part I – City Council Procedures

Section 1. City Council Organization and Structure

- 1.1. Annual Organization of City Council (exist. Procedures Section 2.5 “Election of Mayor”)
- 1.2. Council Committees
 - A. Standing Council Committees
 - i. *Policy and Services Committee – Role, Purpose, and Work Planning (exist. Protocol Sec. 4)*
 - ii. *New Language:* Add other Standing Committees (Finance, City Schools, and CAO)
 - B. Ad Hoc Committees and Committee as a Whole (exist. Procedures 2.4 Z)
 - C. Respect the Work of the Council Standing Committees (exist. Procedures 3.6)

Section 2. General Procedures for City Council Meetings

- 2.1. Agenda Supporting Documents
 - A. Posting of Agendas (exist. Procedures 2.3.1)
 - B. Supporting Reports and Materials (exist. Procedures 2.3.2)
 - C. Late Submittal of Correspondence or Other Information Related to Planning Applications (exist. Procedure 2.4.D)
- 2.2. *The Mayor and Vice Mayor Should Work with Staff to Plan the Council Meetings (exist. Protocol 3.7)*
- 2.3. Required Attendance and Penalties for Absences
 - A. Regular Meetings – Attendance Required (exist. Procedures 2.4 A)
 - B. Telephonic Attendance of Council Members at Council Meetings (exist. Procedures 2.4 B)
- 2.4. Regular and Special Meetings (exist. Procedures 2.4)
- 2.5. Colleagues Memos (exist. Procedures 2.4)

Section 3. City Council Meeting Order of the Agenda (exist. Procedures 2.4)

- 3.1. Call to Order
- 3.2. Closed Sessions (exist. Procedures 2.4 G and T)
 - A. Closed Session Requirements
- 3.3. Study Sessions (exist. Procedures 2.4 F and S)
 - A. Study Session Procedures
- 3.4. Special Orders of the Day
- 3.5. Agenda Changes, Additions, and Deletions
- 3.6. Oral Communications
- 3.7. Consent Agenda
 - A. Council Speaking to a No Vote on Consent Agenda Item
 - B. Council Requests to Remove Items from Consent Agenda
 - C. Public Comment on Consent Agenda
- 3.8. City Manager Comments
- 3.9. Action Items
- 3.10. Reports and Recommendations of Council Committees, or Boards and Commissions ([obsolete?](#)
[Proposed for deletion](#))
- 3.11. Council Member Questions, Comments, and Announcements
- 3.12. Adjournment

Section 4. Procedures at City Council Meetings (exist. Procedures 2.4)

- 4.1. Council Motion and Voting Processes throughout the Agenda (exist. Procedures 2.4 U and V)
 - A. Types of Motions
 - i. Main Motion
 - ii. Secondary Motion
- 4.2. Motion Procedure
 - A. Motion Process Reference Chart
- 4.3. Voting and Debate of Agenda Items (exist. Procedures 2.4 W)
- 4.4. Public Hearings
- 4.5. Quasi-Judicial/Planned Community Hearings (exist. Procedures 2.4 X)
 - A. Special Consideration for Quasi-Judicial / Planned Community Hearings
 - B. Presenting at Quasi-Judicial / Planned Community Hearings

- C. Submittal of Materials Directly to Council (exist. Protocol 3.4)

Section 5. How the City Council Engages with the Public on Agenda Topics (exist. Procedures: various sections including Section 1)

- 5.1. Engaging with Council Before or After Meetings
- 5.2. Public Participation During City Council Meetings
 - A. Gaining Permission to Speak
 - i. Public Decorum During Meeting
 - B. Spokesperson for a Group
 - C. Public Comment on Items Not on the Agenda (Oral Communications)
 - D. Public Comment After a Council Motion
 - E. Public Comment or Public Hearing Rules
- 5.3. Access to City Council Meetings
 - A. Public Access

Section 6. City Council Questions on Agenda-Related Items

- 6.1. Submit Questions on Council Agenda Items Ahead of the Meeting (exist. Protocol 3.3)
- 6.2. City Council emails for Agenda-Related Items Policy (exist. Protocol 6.1)
- 6.3. City Council emails for Agenda-Related Items Procedure (exist. Protocol 6.1)

Section 7. Procedures and Protocols Review and Enforcement

- 7.1. Commit to Annual Review of Important Procedural Issues (exist. Protocol 3.1)
- 7.2. Don't Politicize Procedural Issues (e.g., Minutes Approval or Agenda Order for Strategic Purposes (exist. Protocol 3.2)
- 7.3. Enforcement (exist. Protocol Section 5)

Part II - City Council Protocols [and Conduct]

Section 1. Section 1 – City Council Conduct (exist. Protocol Section 2)

- 1.1. Positive Work Place Environment (exist. Protocols Addendum K)
- 1.2. Comply with Law (exist. Protocols Addendum A)
 - A. Respect for Process (exist. Protocols Addendum C)
- 1.3. City Council Core Responsibilities (exist. Protocol Sec. 1)
- 1.4. General Member Conduct
 - A. Conduct of Members (exist. Protocols Addendum B)
 - B. In Public Meetings (exist. Protocol 2.1)
 - C. In Private Encounters (exist. Protocol 2.2)
- 1.5. Decisions Based on Merit (exist. Protocols Addendum D)
- 1.6. Advocacy
 - A. Representation of Private Interests (exist. Protocols Addendum I)
 - B. Advocacy (exist. Protocols Addendum J)
- 1.7. Council Conduct with City Staff (exist. Protocol 2.3 A, B, C, D, F, G, I, J)
 - A. Treat All Staff as Professionals
 - B. Channel Communications through the Appropriate Senior City Staff
 - C. In order to Facilitate Open Government, All Council Members Should Make Decisions with the Same information from Staff on Agendized or Soon- to be- Agendized Items (Items on the Tentative Agenda or in a Council Committee
 - D. Never Publicly Criticize an Individual Employee, Including Council Appointed Officers.
Criticism is Differentiated from Questioning Facts or the Opinion of Staff
 - E. Be Cautious in Representing City Positions on Issues
 - F. Do Not Attend Staff Meetings Unless Requested by Staff
 - G. Depend upon the Staff to Respond to Citizen Concerns and Complaints
 - H. Do not Solicit Political Support from Staff
 - I. Use of Public Resources (exist. Protocols Addendum H)
- 1.8. Use of Staff Time
 - A. Do Not Get Involved in Administrative Functions (exist. Protocol 2.3 E)
 - B. Respect the “One Hour” Rule for Staff Work (exist. Protocol 2.3 H)

Section 2. City Council Conduct with Palo Alto Boards and Commissions (exist. Protocol 2.4 A-G)

- 2.1. If Attending a Board or Commission Meeting, Identify Your Comments as Personal Views or Opinions
- 2.2. Refrain from Lobbying Board and Commission Members
- 2.3. Remember that Boards and Commissions are Advisory to the Council as a Whole, not as Individual Council Members
- 2.4. Concerns about an Individual Board or Commission Member Should be Pursued with Tact
- 2.5. Be Respectful of Diverse Opinions
- 2.6. Keep Political Support Away from Public Forums
- 2.7. Maintain an Active Liaison Relationship

Section 3. Staff Conduct with City Council (exist. Protocol 2.5 A-D)

- 3.1. Respond to Council Questions as Fully and as Expeditiously as is Practical
- 3.2. Respect the Role of Council Members as Policy Makers for the City
- 3.3. Demonstrate Professionalism and Non-Partisanship in all Interactions with the Community and in Public Meetings
- 3.4. It is Important for the Staff to Demonstrate Respect for the Council at all Times. All Council Members Should be Treated Equally

Section 4. City Council and Boards and Commissions Policy for Travel and Miscellaneous Expense

Reimbursement (exist. Protocol 7 (7.1-7.10))

- 4.1. Eligible Activities
- 4.2. Out-of-Town Conferences or Meetings
 - A. Reimbursement
 - B. Meals
 - C. Lodging Expense
 - D. Transportation
- 4.3. Local or Bay Area Activities
- 4.4. Other Expenses
- 4.5. Activities Not Considered Reimbursable
- 4.6. Reports to Council

- 4.7. Violation of This Policy
- 4.8. Mayor and Vice Mayor Additional Compensation
- 4.9. Support Services

Section 5. Confidentiality, Conflicts of Interest, Gifts and Favors

- 5.1. Conflict of Interest (exist. Protocols Addendum E)
- 5.2. Gifts and Favors (exist. Protocols Addendum F)
- 5.3. Confidential Information (exist. Protocols Addendum G)

DRAFT

Attachment B

Proposed Changes for City Council Handbook from Staff (as of October 2022):

1. Clerk: For the timer set for Councilmembers during Council speaking times, how would the Council like to enforce the timer?
2. Clerk: The Handbook says that the public will get 5 minutes instead of 3 minutes. Should this be updated?
3. Clerk: Group speaker time: If the Mayor reduces the total amount of time that individual speakers can speak, how does that reduction apply to an individual representing a group of speakers? Currently, a group of 5 or more speakers gets 10 minutes total and that does not decrease when individual speaker time is decreased by the chair. Should this section be updated to allow the chair more discretion?
4. Clerk: Add to the Handbook a note that says that the Brown Act requires public comment on all listed agenda items.
5. Clerk and Manager: City Council Funds: The Council should establish a process for using City Council Contingency funds and keeping the full City Council aware of the expenditures. Also, deciding if funding the Mayor's Holiday Party from City funds is appropriate.
6. Manager: The Council should establish a protocol for City-purchase of tickets/tables at nonprofit events. Recommended base assumption is that this is only done where the event serves a City educational purpose (e.g., Joint Venture State of the Valley) or as budgeted (e.g., line item for event attendance).
7. Manager: Use of Mayor/City Council letterhead: The Handbook should state that the use of official Mayor/City Council letterhead should only be used for correspondence signed or designated to be signed by the Mayor based on Mayoral discretion and or previous City Council action.
8. Attorney: Section 2.4 B: Telephonic Attendance of Council Members At Council Meetings: This should be updated to match current practice, frequency, and legal requirements. It should also outline expectations relating to City Council standing committees.



CITY OF PALO ALTO

CITY COUNCIL PROCEDURES AND PROTOCOLS HANDBOOK

Procedures and Protocols Approved 02/01/2020

If you have any questions about this handbook, please feel free to contact the City Clerk by phone at (650) 329-2571 and e-mail at city.clerk@cityofpaloalto.org or the City Attorney by phone at (650) 329-2171 and e-mail at city.attorney@cityofpaloalto.org.

<i>CITY COUNCIL PROCEDURES</i>	<i>1</i>
INTRODUCTION & CONTENTS	1
SECTION 1 - PUBLIC PARTICIPATION IN COUNCIL MEETINGS	2
1.1 - Policy	2
1.2 – Purpose	2
1.3 - Summary of Rules	2
1.4 - General Requirements	2
A. Accessibility	2
B. Presiding Officer's Permission Required	3
C. Recording	3
D. Specific Requirements and Time Limits	3
SECTION 2 – COUNCIL MEETING & AGENDA GUIDELINES	5
2.1 - Policy	5
2.2 – Purpose	5
2.3 - Summary of Guidelines	5
A. Regular Meetings	5
B. Special Meetings	5
2.4 - General Requirements	6
A. Regular Meetings- Attendance Required	6
B. Telephonic Attendance Of Council Members At Council Meetings	6
C. Items Considered After 10:30 p.m.	7
D. Late Submittal of Correspondence or Other Information Related to Planning Applications	7
E. Agenda Order	8
F. Study Sessions	8
G. Closed Sessions	8
H. Consent Calendar	9
I. Public Comment	9
J. Council Requests to Remove Item	9
K. Hearing of Removed Items	9
L. Consent Calendar Categories	9
M. Colleagues Memos	11
N. Council Member Questions, Comments and Announcements	12
O. Adjournment	12
P. Rescheduling Agenda Items	12
Q. Adding New Items to Agenda	12
R. Study Meetings	12
S. Study Sessions	13
T. Closed Sessions	14
U. Motions, Debate & Voting	14
V. Motions	15
W. Debate and Voting	19
X. Quasi- Judicial Hearings	21
Y. Standing Committees	23
Z. Ad Hoc Committees and Committee as a Whole	25
2.5 - Election of Mayor	26
<i>CITY COUNCIL PROTOCOLS</i>	<i>27</i>
SECTION 1 - CORE RESPONSIBILITIES	28
SECTION 2 - COUNCIL CONDUCT	29
2.1 – Public Meetings	29
2.2 - Private Encounters	29
2.3 – Council Conduct with City Staff	30
A. Treat All Staff as Professionals	30
B. Channel Communications through the Appropriate Senior City Staff	30

C.	In Order to Facilitate Open Government, All Council Members Should Make Decisions with the Same Information from Staff on Agendized or Soon- to be- Agendized Items (Items on the Tentative Agenda or in a Council Committee)_____	30
D.	Never Publicly Criticize an Individual Employee, Including Council- Appointed Officers. Criticism is Differentiated from Questioning Facts or the Opinion of Staff__	30
E.	Do Not Get Involved in Administrative Functions_____	31
F.	Be Cautious in Representing City Positions on Issues_____	31
G.	Do Not Attend Staff Meetings Unless Requested by Staff_____	31
H.	Respect the "One Hour" Rule for Staff Work_____	31
I.	Depend upon the Staff to Respond to Citizen Concerns and Complaints_____	31
J.	Do Not Solicit Political Support from Staff_____	31
2.4 -	Conduct with Palo Alto Boards and Commissions_____	31
A.	If Attending a Board or Commission Meeting, Identify Your Comments as Personal Views or Opinions_____	32
B.	Refrain from Lobbying Board and Commission Members_____	32
C.	Remember that Boards and Commissions are Advisory to the Council as a Whole, not as Individual Council Members_____	32
D.	Concerns about an Individual Board or Commission Member Should be Pursued with Tact_____	32
E.	Be Respectful of Diverse Opinions_____	32
F.	Keep Political Support Away from Public Forums_____	33
G.	Maintain an Active Liaison Relationship_____	33
2.5 -	Staff Conduct with City Council_____	33
A.	Respond to Council Questions as Fully and as Expeditiously as is Practical_____	33
B.	Respect the Role of Council Members as Policy Makers for the City_____	33
C.	Demonstrate Professionalism and Non-Partisanship in all Interactions with the Community and in Public Meetings_____	33
D.	It is Important for the Staff to Demonstrate Respect for the Council at all Times. All Council Members Should be Treated Equally._____	33
SECTION 3 - OTHER PROCEDURAL ISSUES		34
3.1 –	Commit to Annual Review of Important Procedural Issues _____	34
3.2 –	Don't Politicize Procedural Issues (e.g. Minutes Approval or Agenda Order) for Strategic Purposes_____	34
3.3 –	Submit Questions on Council Agenda Items Ahead of the Meeting_____	34
3.4 -	Submittal of Materials Directly to Council _____	34
3.5 -	Late Submittal of Correspondence or Other Information Related to Planning Applications _____	34
3.6 –	Respect the Work of the Council Standing Committees_____	35
3.7 –	The Mayor and Vice Mayor Should Work With Staff to Plan the Council Meetings_____	35
SECTION 4 - POLICY & SERVICES COMMITTEE – ROLE, PURPOSE, & WORK PLANNING		36
SECTION 5 - ENFORCEMENT		36
SECTION 6 - CITY COUNCIL E-MAILS FOR AGENDA-RELATED ITEMS		37
6.1 -	Policy_____	37
6.2 -	Procedure_____	37
SECTION 7 - CITY COUNCIL AND BOARDS AND COMMISSIONS POLICY FOR TRAVEL AND MISCELLANEOUS EXPENSE REIMBURSEMENT, THIS SECTION UNDER REVIEW		39
7.1 -	Eligible Activities _____	39
7.2 -	Out-of-Town Conferences or Meetings _____	39
A.	Reimbursement _____	39
B.	Meals _____	40
C.	Lodging Expense _____	41

D. Transportation _____ 41

7.3 - Local or Bay Area Activities _____ 42

7.4 - Other Expenses _____ 43

7.5 - Activities Not Considered Reimbursable _____ 43

7.6 - Reports to Council _____ 43

7.7 - Violation of This Policy _____ 43

7.8 - Mayor and Vice Mayor Additional Compensation _____ 43

7.10 - Support Services _____ 44

CITY OF PALO ALTO COUNCIL PROTOCOLS ETHICS ADDENDUM 45

A. Comply with Law _____ 45

B. Conduct of Members _____ 45

C. Respect for Process _____ 45

D. Decisions Based on Merit _____ 45

E. Conflict of Interest _____ 45

F. Gifts and Favors _____ 45

G. Confidential Information _____ 47

H. Use of Public Resources _____ 47

I. Representation of Private Interests _____ 47

J. Advocacy _____ 47

K. Positive Work Place Environment _____ 47

CITY COUNCIL PROCEDURES

INTRODUCTION & CONTENTS

This handbook describes the way the Palo Alto City Council does its business and is a directional guide. It is intended to accomplish two goals. First, the handbook is an **informational guide** for anyone doing business or appearing before the City Council. Second, the handbook is a compilation of **Procedures and Protocols** that have been formally adopted by Council Resolution.

The handbook is organized into two sections:

1) Public Participation in Council Meetings

This section explains the basic rules for speaking to the City Council. It covers things like when to speak, time limits, and how groups of speakers are handled.

2) Council Meeting & Agenda Guidelines

This section explains the different kinds of meetings the City Council holds, what they are for, and how the meeting agenda is prepared.

SECTION 1 - PUBLIC PARTICIPATION IN COUNCIL MEETINGS

1.1 - Policy

It is the policy of the City Council to assure that members of the public have the opportunity to speak to any regular or special meeting agenda item before final action. These rules establish the rights and obligations of persons who wish to speak during City Council meetings.

1.2 – Purpose

These rules are intended to enhance public participation and Council debate so that the best possible decisions can be made for Palo Alto. Palo Alto has a long and proud tradition of open government and civil, intelligent public discourse. *Open* government meetings must allow everyone to be heard without fear of cheers or jeers. For these reasons, the City Council takes these rules seriously. Disruptive or unruly behavior in violation of the law can result in removal from the Council meeting and/or arrest and prosecution.

1.3 - Summary of Rules

Every regular City Council agenda has two different kinds of opportunities for the public to speak. The first is during ***Oral Communications***. This part of the meeting is provided so that the public can speak to anything that is in the City's jurisdiction, when there is no item listed on the agenda. The Council allows up to three minutes per speaker but limits the total time to 30 minutes per meeting. State law does not permit the Council to act on or discuss an item raised in oral communications, but Council Members may ask brief clarifying questions and may ask City staff to follow up on any concerns that are raised.

The second opportunity to speak is during the public comment or public hearing portion of ***Each Agenda Item***. Public comments or testimony must be related to the matter under consideration. The Council allows up to three minutes per speaker for most matters. During "*quasi-judicial*" hearings (where the City Council is legally required to take evidence and make impartial decisions based upon that evidence), the applicant¹ or appellant may have up to ten minutes at the outset and three minutes for rebuttal at the end. These hearings are specially marked on the Council agenda.

A person who wants to speak to the Council should fill out a speaker card and hand it in to the City Clerk. Speakers are not required to provide a name or address. The Clerk will give the cards to the Mayor or Vice Mayor so that the speakers can be identified and organized in an orderly way.

1.4 - General Requirements

A. Accessibility

Palo Alto makes every reasonable effort to accommodate the needs of the disabled consistent with law. Any provision of these rules may be modified if needed to provide reasonable accommodation. Persons needing assistance should contact: ADA Director, City of Palo Alto, 650/329-2496 (voice) or 650/328-1199 (TDD).

¹ For all purposes, applicant also refers to applicant agent.

B. Presiding Officer's Permission Required

The presiding officer at Council meetings (usually the Mayor or Vice-Mayor) is authorized and required to “preserve strict order and decorum.” (PAMC section 2.04.080(b).) This is important in order to assure a fair opportunity for everyone to participate in an open and civil setting.

- Any person desiring to address the Council must first get the permission of the Presiding Officer by completing a speaker card and handing the card to the City Clerk.
- The Presiding Officer shall recognize any person who has given a completed card to the City Clerk, subject to limitations on the time for public participation described in these Procedures.
- No person, other than a Council Member and the person having the floor, shall be permitted to enter into any discussion without the permission of the Presiding Officer.
- No person shall enter the staff area of the Council dais without the permission of the Presiding Officer or appropriate Council Appointed Officer.

C. Recording

Persons wishing to address the Council shall:

- Use the microphone provided for the public and speak in a recordable tone, either personally or with assistance, if necessary.
- Speakers are requested to state their name but cannot be compelled to do so as a condition of addressing the Council.

D. Specific Requirements and Time Limits

1) Oral Communications

Oral communications shall be up to three minutes per speaker and, at the discretion of the Presiding Officer, will be limited to a total of thirty minutes for all speakers combined.

- Oral communications may be used only to address items that are within the Council's subject matter jurisdiction but not listed on the agenda.
- Oral communications may not be used to address matters where the receipt of new information would threaten the due process rights of any person.
- All remarks shall be addressed to the Council as a body and not to any *individual* member.
- Council members shall not enter into debate or discussion with speakers during oral communications.

- The Presiding Officer may direct that the City Manager will respond to the person speaking and/or the Council at a later date.
- 2) Other Agenda Items
Public comments or testimony on agenda items other than Oral Communications shall be limited to a maximum of three minutes per speaker unless additional time is granted by the Presiding Officer. The Presiding Officer may reduce the allowed time to less than two minutes if necessary to accommodate a larger number of speakers.
 - 3) Spokesperson for a Group
When a group of people wishes to address the Council on the same subject matter, they may designate a spokesperson to address the Council. Spokespersons are subject to the same time limits as other speakers, except that spokespersons who are representing a group of five or more people who are present in the Council chambers will be allowed ten minutes and will to the extent practical be called upon ahead of individual speakers.
 - 4) Quasi-Judicial Hearings
In the case of a quasi-judicial hearing, single applicants and appellants shall be given ten minutes for their opening presentation and three minutes for rebuttal before the hearing is closed. In the case of a quasi-judicial hearing for which there are two or more appellants, the time allowed for presentation and rebuttal shall be divided among all appellants, and the total time allowed for all appellants shall be a total of twenty minutes for the opening presentation and six minutes for rebuttal before the hearing is closed; however, under no circumstances shall an individual appellant be given less than five minutes for presentation and three minutes for rebuttal. In the event a request is made and the need for additional time is clearly established, the Presiding Officer shall independently, or may upon advice of the City Attorney, grant sufficient additional time to allow an adequate presentation by the applicant or appellant.
 - 5) Addressing the Council after a Motion
Following the time for public input and once the matter is returned to the Council no person shall address the Council without first securing the permission of the Presiding Officer to do so, subject to approval of the City Attorney with respect to any hearing required by law.
 - 6) Decorum
The Palo Alto Municipal Code makes it unlawful for any person to:
 - Disrupt the conduct of a meeting
 - Make threats against any person or against public order and security while in the Council chamber.
 - Use the Council Chambers during meetings for any purpose other than participation in or observation of City Council Meetings.

Any Council Member may appeal the Presiding Officer's decision on a decorum violation to the full Council. Decorum violations are a

misdemeanor and may lead to a person being removed from the Council meeting. (PAMC sections 2.04.120, 2.04.150.)

SECTION 2 – COUNCIL MEETING & AGENDA GUIDELINES

2.1 - Policy

It is the policy of the Council to establish and follow a regular format for meeting agendas.

2.2 – Purpose

The purpose of these guidelines is to facilitate the orderly and efficient conduct of Council business. This purpose recognizes the value of establishing a community understanding of meeting procedures so that broad public participation is encouraged. This purpose also recognizes that Council Members must have a common approach to the discussion and debate of City business so that meetings are both streamlined and thorough.

2.3 - Summary of Guidelines

The City Council generally conducts two different kinds of meetings. These are **Regular Meetings** and **Special Meetings**.

A. Regular Meetings

Regular meetings are conducted at City Hall on the first three Monday nights of each month, except during the Council's annual summer and winter recesses. The meetings are scheduled to begin at 6:00 p.m.

1) Posting of Agendas

Under the Brown Act, regular meeting agendas must be posted no later than the Friday immediately preceding the meeting. It is City policy to make every effort to post the agenda on Thursday, eleven days prior to the meeting.

Agendas are posted in King Plaza by the elevators and are uploaded to the City Council web page.

2) Supporting Reports and Materials

It is City policy to make every effort to provide supporting reports and materials at the time the agenda is posted. Typically, this will occur eleven days before the meeting. Materials that are not available at the time of agenda posting will be distributed as soon as feasible before the meeting. Materials that are distributed to a majority of Council will be made available to the public at the same time, as required by law. Some materials, such as presentation materials or “at places” memoranda may be distributed to Council Members and the public at the meeting.

B. Special Meetings

Special meetings are “special” because the Mayor or Council can call them on a minimum of 24 hours’ notice, or because they are held on a different day of the week, at a different time, or in a different location. Special meetings need not be held at City Hall, as long as the alternate location is within the City. The Council makes every effort to provide notice well in advance of 24 hours, especially when the special meeting is for the purpose of conducting a **Study Session**.

These are guidelines, not rules. The Council intends that City staff and Council Members will follow these guidelines. However, these guidelines should not be used in a way that leads to inefficiency, unfairness, or the promotion of form over substance. State law establishes a variety of *mandatory* meeting rules the City must follow in order to assure open and public government, regardless of unusual situations and consequences. (See Cal. Govt Code section 54950.)

2.4 - General Requirements

A. Regular Meetings – Attendance Required

Council Members, the City Clerk, City Attorney, and City Manager, along with any other city officers and department heads that have been requested to be present, shall take their regular stations in the Council chamber at 6:00 p.m. on the first, second and third Mondays of each month, except during the established Council vacation. (PAMC section 2.04.010.) The Presiding Officer will ensure that during each regular meeting there will be one 10 minute break. The Council expects its members to attend regularly and notify the City Clerk of any planned absences. The Council may levy fines of up to \$250.00 against Council members who willfully or negligently fail to attend meetings. (PAMC section 2.04.050.)

B. Telephonic Attendance of Council Members at Council Meetings

The City Council Procedures provisions concerning Telephonic Attendance shall apply to City Council members. Requests by Council Members to attend a Council meeting via telephonic appearance are actively discouraged. Telephonic attendance shall be permitted not more than 3 times a year. In addition, at least a quorum of the Council must participate from a location within the City (Government Code Section 54953(b)(3)).

If these two threshold requirements are met, the Council Member who will be appearing telephonically must ensure that:

- The meeting agenda identifies the teleconference location and is posted at that location in an area that is accessible and visible 24 hours a day for at least 72 hours prior to the meeting.
- The teleconference location is open and fully accessible to the public, and fully accessible under the Americans with Disabilities Act, throughout the entire meeting. These requirements apply to private residences, hotel rooms, and similar facilities, all of which must remain fully open and accessible throughout the meeting, without requiring identification or registration.
- The teleconference technology used is open and fully accessible to all members of the public, including those with disabilities.
- Members of the public who attend the meeting at the teleconference location have the same opportunity to address the Council from the remote location that they would if they were present in Council Chambers.
- The teleconference location must not require an admission fee or any payment for attendance.

- If the meeting will include a closed session, the Council Member must also ensure that there is a private location available for that portion of the meeting.

If the Council Member determines that any or all of these requirements cannot be met, he or she shall not participate in the meeting via teleconference.

Approved Teleconference Guidelines for Council Members:

- Five days written notice in advance of the publication of the agenda must be given by the Council Member to the City Clerk's office; the notice must include the address at which the teleconferenced meeting will occur, the address the Council packet should be mailed to, who is to initiate the phone call to establish the teleconference connection, and the phone number of the teleconference location. If cellular telephones are used to participate in teleconferenced meetings, Council members need to ensure the speaker phone option is functioning.
 - The Council Member is responsible for posting the Council agenda in the remote location, or having the agenda posted by somebody at the location and confirming that posting has occurred. The City Clerk will assist, if necessary, by emailing, faxing or mailing the agenda to whatever address or fax number the Council Member requests; however, it is the Council Member's responsibility to ensure that the agenda arrives and is posted. If the Council Member will need the assistance of the City Clerk in delivery of the agenda, the fax number or address must be included in the five-day advance written notice above.
 - The Council Member must ensure that the location will be publicly accessible while the meeting is in progress.
 - The Council Member must state at the beginning of the Council meeting that the posting requirement was met at the location and that the location is publicly accessible and must describe the location.
- C. Items Considered After 10:30 p.m.
The City Council makes every effort to end its meetings before 11:00 p.m. The Council also generally does not take up new matters after 10:30 p.m. Before 10:00 p.m. the Council will decide and announce whether it will begin consideration of any agenda items after 10:30 and, if so, which specific items will be taken up.
- D. Late Submittal of Correspondence or Other Information Related to Planning Applications
In order to allow for adequate staff review and analysis, and to ensure public access to information, all plans, correspondence, and other documents supporting planning applications being heard by the City Council must be submitted to staff not later than noon five working days prior to the release of the Council Agenda Packet. If any correspondence or other information is submitted after this deadline to Council Members or staff, and Staff determines additional review is needed Staff will reschedule the item for a future Council meeting. If a Council member receives planning application materials from a project applicant he or she shall notify the City

Clerk and the City Manager as soon as possible. There are no restrictions on the rights of applicants or others to comment or respond to information contained within the Staff Report. At the meeting the City Council may determine whether to continue or refer the item to the appropriate Board and/or Commission if significant changes to a project or significant new information become known. Nothing in this statement is intended to restrict the rights of applicants or other interested parties to respond to information contained in or attached to a Staff Report.

E. Agenda Order

City Council agendas will be prepared by the City Clerk and presented to the City Council in the order described below. It is the Council's policy to hear the major items of business first at each meeting, to the extent possible. The City Manager, with prior approval of the Mayor, is authorized to designate upon the agenda of the Council, and the City Clerk shall publish in the agenda digest, items that shall be taken up first or at a specific time during the course of the meeting. (PAMC section 2.04.070.) The City Council may take matters up out of order upon approval by a majority vote of those present:

- 1) Roll Call
- 2) Study Session and/or Closed Session
- 3) Special orders of the day
- 4) Agenda Changes, Additions and Deletions
- 5) Oral communications
- 6) Approval of minutes
- 7) Consent calendar

Items may be placed upon the consent calendar by any council-appointed officer whenever, in such officer's judgment, such items are expected to be routinely approved without discussion or debate. The consent calendar shall be voted upon as one item.
- 8) City Manager Comments
- 9) Action Items
- 10) Inter-Governmental Legislative Affairs
- 11) Council Member Questions, Comments and Announcements
- 12) Adjournment

F. Study Sessions

Study Sessions are meetings during which the Council receives information about City business in an informal setting. The informal study session setting is intended to encourage in-depth discussion and detailed questioning and brainstorming by Council on issues of significant interest, including City policy matters, zoning applications, and major public works projects. The Council may discuss the material freely without following formal rules of parliamentary procedure. Staff may be directed to bring matters back for future Council consideration as no action can be taken at a study session. The Decorum rules still apply to the behavior of the Council and public.

G. Closed Sessions

Closed Sessions can be part of regular or special meetings. Closed sessions are the only part of a Council meeting that the public cannot attend. State law allows closed sessions to discuss pending litigation, employment issues, real estate negotiations and certain other matters. Members of the public are permitted to make public comments on closed session matters prior to the start of the closed session.

The Council must make a public report after the session when certain kinds of actions are taken.

H. Consent Calendar

No discussion or debate shall be permitted upon items upon the consent calendar; however, any Council Member may request that his or her vote be recorded as a "no" or "not participating" due to a specified conflict of interest on any individual item. Council Members may also explain their "no" votes at the end of the Consent Calendar, with a 3 minute time limit for non-appeal items and 5 minutes for appeal items for each Council Member. Council Members may also submit statements in writing to the City Clerk before action is taken. The City Clerk shall preserve and make available such written statements in a manner consistent with the Brown Act and shall assure that the minutes of the meeting make reference to the existence and location of such written statements.

I. Public Comment

Members of the public wishing to speak to items on the Consent Calendar shall be permitted to speak prior to Council Member requests to remove an item or the vote to adopt the Consent Calendar.

J. Council Requests to Remove Item

Three Council Members may request that an item be removed from the consent calendar following public comment on the consent agenda. The City Manager's office should be advised whenever possible, in writing, of a request for removal no later than noon the Sunday before the meeting.

K. Hearing of Removed Items

Removed items will be heard either later in the meeting or agendized for a subsequent meeting, depending upon the number of speakers, the anticipated length of the items that have been officially scheduled for discussion on a particular evening, the availability of staff required to support the discussion, and legally-required noticing procedures. The Mayor, in consultation with the City Manager, will decide when any removed items will be heard.

L. Consent Calendar Categories

The consent calendar portion is the section where administrative and non-controversial items shall be presented. The Mayor and City Manager should be sensitive to high dollar value items and consider placing those items in the action agenda section. The consent section may include:

1) Ordinances and Resolutions

The following ordinances and resolutions may appear on a consent calendar:

- Second Reading (passage and adoption) of Ordinances.
- Resolutions that are ceremonial in nature.
- Ordinances or resolutions that implement a prior Council policy direction in the manner contemplated by the Council's previous actions, in the Adopted Budget (including the Capital Improvement Program and especially in the department key plans); the Council Priorities, and other similar sources.

- Budget amendments that accept funding such as grants or gifts, provided Council has previously approved the activity or program.
- Resolutions approving funding applications, such as grants or loans, provided that the program or activity has been previously approved by Council.

2) Administrative Matters Including Contracts, Appointments, Approval of Applications, and Any Other Matter

An administrative matter may be placed on the consent calendar if it is:

- An action that is merely the administrative execution of previous Council direction. The Council direction and vote will be quoted in the staff report accompanying the item.
- Contracts for which the subject or scope of work has been previously reviewed by the City Council.
- A contract for goods, general services, professional services, public works projects, dark fiber licensing contracts or wholesale commodities, purchases, as outlined in the Purchasing Ordinance, provided such contracts represent the customary and usual business of the department as included in the Adopted Budget. Examples include: routine maintenance contracts, annual audit agreement; software and hardware support agreements, janitorial services, copier agreements or postage machine agreements.
- Rejection of bids.
- Designation of heritage trees.
- Designation of historic building at the request of the property owner if there are no unusual policy ramifications.
- Approval of funding applications, such as grants or loans, provided that Council has previously approved the general program or activity.
- Formal initiation, for consideration at a later date, of a zoning code amendment or review process, such as preliminary review.
- Status report required by law for fee administration.
- Cancellation of meetings or scheduling of special meeting.
- Other similar matters as determined by the City Manager, in consultation with the Mayor.

3) Request to Refer Items to Any Council Standing Committee, Committee, Board, Commission or Council Appointed Officer

The consent calendar includes matters for which staff is merely seeking Council approval of a referral to a Council standing committee or other City official, advisory board or commission. This does not preclude staff from making referrals to the standing committees. Staff uses such referrals in order to expedite the business of the full Council, since its agenda is so full. Discussion of a complex issue by another body, provides an opportunity for public input and extended discussion by the members of the body. The full Council is then able to benefit from the minutes of that discussion when the item comes back to the Council for final approval. This practice also allows the City/School Liaison Committee to consider items of interest to both agencies without having to go through the formality of a Council agenda referral.

- 4) Items Unanimously Recommended for Approval by a Council Committee Unless Otherwise Recommended by the Committee, Mayor, City Attorney or City Manager
- 5) Items Recommended for Approval by any Council-Appointed Boards and Commissions, Provided that Other Public Hearing Requirements are Not in Effect or As Otherwise Recommended by the Board or Commission, Mayor, City Manager or City Attorney

M. Colleagues Memos

Any two Council Members may bring forward a colleague memo on any topic to be considered by the entire Council. Two Council Members are required to place such a memo on the agenda, reflective of the Council procedure requiring a motion and a second for consideration of a motion by the Council. Up to three Council Members may sign a colleague memo. Prior to preparing a colleague memo, Council Members will consult with the City Manager to determine whether the City Manager is or is not able to address the issues as part of his/her operational authority and within current budgeted resources. Colleagues Memos should have a section that identifies any potential staffing or fiscal impacts of the contemplated action. This section will be drafted by the City Manager. Council Members shall provide a copy of the proposed memo to the City Manager and City Attorney prior to finalization. Completed Council Colleagues Memos shall be provided to the City Clerk's staff by noon on the Tuesday 11 days prior to the Council meeting that the memo is intended to be agendized, to provide time for the City Clerk to process for the Council packet.

The City Council will not take action on the night that a Colleagues Memo is introduced if it has any implications for staff resources or current work priorities which are not addressed in the memo. The Council will discuss the Colleagues Memo and refer it to a committee or direct the City Manager to agendize the matter for Council action, allowing City staff time to prepare a summary of staffing and resource impacts. Action may be taken immediately by the Council on Colleagues Memos where there are no resource or staffing implications or where these are fully outlined in the Colleagues Memo. The Brown Act requires that the public be fully informed of the potential action by the Council when the Agenda is published, and in no event less than 72 hours before a scheduled regular Council meeting. In order to satisfy the Brown Act requirements, the Council should consult with the City Attorney to ensure that the proposed title to the Colleagues Memo contains

all actions that the Council Members want completed on the night of the Council review.

N. Council Member Questions, Comments and Announcements

The purpose of this agenda item is to allow Council to question staff briefly on matters upon which Council has taken action or given direction, make general comments as a reference to staff on factual matters of community concern, or make brief announcements in a manner consistent with Government Code section 54952.2. New assignments will not be given nor will major policy issues be discussed or considered. To the extent possible, Council will confer with staff before raising matters under this agenda item. This agenda item will generally be limited to 15 minutes in length and the public may not speak to matters discussed;

O. Adjournment

P. Rescheduling Agenda Items

When the Council is unable to complete its agenda the remaining business will generally be rescheduled as follows. Nothing in this section shall be deemed to supersede or conflict with state law.

1) Items Rescheduled to a Date Uncertain

When Council reschedules an item to a date uncertain, the City Manager, Clerk and Mayor shall confer on an appropriate date to reschedule the item.

2) Items Rescheduled to a Date Certain

Council may reschedule an item to a specific future Council meeting.

Q. Adding New Items to the Agenda

No matters other than those on the agenda shall be finally acted upon by the Council. However, emergency actions (as defined in Government Code section 54956.5) and matters upon which there is a lawful need to take immediate action (as defined in Government Code section 54954.2) may, with the consent of two-thirds, or all members present if less than two-thirds are present, be considered and acted upon by the Council.

R. Special Meetings

Special meetings may be called by the Mayor or City Council by providing a minimum of 24-hours posted notice in the manner required by state law. To the greatest extent possible, special meetings called for other than regular meeting days should be scheduled by a majority of the Council present and voting at a regular meeting. (PAMC section 2.04.020.) Unlike regular meetings, there are no circumstances that permit the City Council to add new items to a special meeting agenda or notice.

S. Study Sessions

Study sessions are meetings or agenda items during which the Council receives information about City business in an informal setting.

1) Time

Special study sessions will be held as needed.

2) No Formal Rules

Study sessions are intended to be conducive to in-depth factual presentations by City staff and detailed questioning and brainstorming by Council. The Council may discuss the material freely without following formal rules of parliamentary procedure, and the Mayor shall have discretion to determine the appropriate process for conducting the study session, including when public comment and oral communications will be heard.

- 3) Public Participation
The general rules of decorum apply.
- 4) No Final Action
Staff may be directed to bring matters back for Council consideration at future meetings, as no action can be taken.

T. Closed Sessions

Closed sessions are the only kind of agenda item that the public cannot observe. State law allows closed sessions to discuss pending litigation, employment issues, real estate negotiations and certain other matters. To the greatest extent possible, the City Attorney and City Clerk shall use standardized agenda descriptions that are consistent with Government Code section 54954.5. Closed sessions will be scheduled at the beginning or end of Council meetings to the extent possible and appropriate. Closed sessions may be scheduled in the middle of a regular or special Council meeting, but this is discouraged by Council; The City Council will take a vote to go into Closed Session prior to a Closed Session beginning.

- 1) Announcements Before Closed Sessions
The Mayor/City Clerk shall announce the item or items to be considered in closed session by reference to the appropriate agenda number or letter, or in an alternate form that shall be provided by the City Attorney.
- 2) Public Comments
Members of the public are permitted to make public comments on closed session matters. The City Clerk shall be present in the open session to record Council attendance and any statements made during oral communications or by the Council.
- 3) Vote to Go Into Closed Session
The Council shall vote to go into closed session.
- 4) Attendance
The City Manager and City Attorney, or their designees, shall attend closed sessions unless it is necessary to excuse them. Only such additional staff shall attend as are necessary and then only if the legal privileges of confidentiality obtained in an executive session are not waived.
- 5) Public Reports
State Law and a Palo Alto initiative require the Council to make a public report after a closed session when certain kinds of actions are taken. (PAMC section 2.04.030.) Reports from closed sessions shall be made by the Mayor, the Vice Mayor in the Mayor's absence, or such other City representative as designated by the Council. Such designated person is the only individual authorized to make public statements concerning the closed session.

It is the policy of the City Council to inform the public of action taken in closed session to the greatest extent possible. It is recognized, however, that the need for confidentiality is inherent in closed sessions and that certain matters if revealed may be a detriment to the results desired. The Council shall publicly report: (a) any decision to appoint, employ, or dismiss a public employee and the roll call vote thereon at its next public meeting, (b) actions related to litigation and the roll call vote on such actions, unless the report would, in the written opinion of the City Attorney for specifically stated reasons, clearly jeopardize the city's ability to effectuate service of process on one or more unserved parties or impair the city's ability to resolve the matter through negotiation, mediation or other form of settlement. Notwithstanding the City Attorney's written opinion, the Council may under any circumstance, by majority vote, determine that it is in the City's best interests to disclose actions taken in closed session related to litigation. The public report shall be given as soon as possible, but no later than the next regular meeting, and shall include the vote or abstention of every member present. The City Attorney's written opinion shall be made public, along with any action taken and any vote thereon, as soon as any litigation is concluded. The City Attorney shall record any action and vote upon such forms as the City Attorney may deem desirable.

- 6) No Minutes
No minutes of closed sessions shall be kept. The City Attorney shall record the information necessary to comply with state law and the Palo Alto initiative.
- 7) Confidentiality
No person in attendance at a closed session may disclose the substance or effect of any matter discussed during the session. (PAMC section 2.04.040.)

U. Motions, Debate & Voting

- 1) Policy
It is the policy of the Council to follow simplified rules of parliamentary procedure for motions, debate and voting. These rules focus on the types of motions the Council can debate and when those motions are properly used.
- 2) Purpose
The purpose of these rules to facilitate orderly and thorough discussion and debate of Council business. These rules shall not be applied or used to create strategic advantage or unjust results.
- 3) Summary of Rules
Palo Alto does not follow Roberts Rules of Order. See the Summary Table below.

V. Motions

A motion is a formal proposal by a Council Member asking that the Council take a specified action. A motion must receive a second before the Council can consider a matter. Matters returning to the Council with unanimous approval from a standing committee will be introduced without a motion if directed by the committee. Motions

may be provided to the City Clerk in advance of the City Council meeting so that the Clerk can efficiently post the motion on the screen for the convenience of the community and Council Members.

1) Types of Motions

There are two kinds of motions. These are the “main” motion and any secondary motions. Only one main motion can be considered at a time.

2) Procedure:

- **Get the Floor**
A Council Member must receive the permission of the Mayor (or other presiding officer) before making a motion.
- **State the Motion**
A motion is made by a Council Member (the “maker”) stating his or her proposal. Longer proposals can be written and may be in the form of a resolution.
- **Second Required**
Any other Council Member (including the presiding officer) who supports the proposal (or who simply wishes it to be considered) may “second” the motion without first being recognized. A motion to raise a question of personal privilege does not require a second.
- **Motion Restated**
The Mayor should restate the motion for the record, particularly if it is long or complex.
- **Lack of a Second**
If there is no second stated immediately, the Mayor should ask whether there is a second. If no Council Member seconds the motion the matter will not be considered.
- **Discussion**
The maker shall be the first Council Member recognized to speak on the motion if it receives a second. Generally Council Members will speak only once with respect to a motion. If the Mayor or Council permits any Council Member to speak more than once on a motion, all Council Members shall receive the same privilege.
- **Secondary Motions**
Secondary motions may be made by a Council Member upon getting the floor.
- **Action**
After discussion is complete the Council will vote on the motion under consideration.

3) Precedence of Motions

When a motion is before the Council, no new main motion shall be entertained. The Council recognizes the following secondary motions which may be considered while a main motion is pending. These motions shall have precedence in the order listed below. This means that a secondary motion that is higher on the list will be considered ahead of a pending secondary motion that is lower on the list:

- Fix the time to which to adjourn;
- Adjourn;
- Take a recess;
- Raise a question of privilege;
- Lay on the table;
- Previous question (close debate);
- Limit or extend limits of debate;
- Motion to continue to a certain time;
- Refer to committee;
- Amend or substitute;

4) Secondary Motions Defined

The purpose of the allowed secondary motions is summarized in the following text and table.

- Fix the time to which to adjourn
This motion sets a time for continuation of the meeting. It requires a second, is amendable and is debatable only as to the time to which the meeting is adjourned.
- Adjourn
This motion ends the meeting or adjourns it to another time. It requires a second and is not debatable except to set the time to which the meeting is adjourned, if applicable. A motion to adjourn shall be in order at any time, except as follows: (a) when repeated without intervening business or discussion; (b) when made as an interruption of a member while speaking; (c) when the previous question has been ordered; and (d) while a vote is being taken.
- Take a recess
This motion interrupts the meeting temporarily. It is amendable but is not debatable.
- Raise a question of personal privilege
This motion allows a Council Member to address the Council on a question of personal privilege and shall be limited to cases in which the Council Member's integrity, character or motives are questioned or when the welfare of the Council is concerned. The maker of the motion may interrupt another speaker if the presiding officer recognizes the "privilege." The motion does not require a second, is not amendable and is not debatable.
- Lay on the table
This motion is used to interrupt business for more urgent business. A motion to lay on the table requires a second, is not amendable and is

not debatable. It shall preclude all amendments or debate of the subject under consideration. If the motion prevails, and the subject is tabled, the matter must be reagendaized in the future if further consideration is to be given to the matter.

- **Previous question**
This motion “calls the question” by closing debate on the pending motion. A motion for previous question requires a second, is not debatable and is not amendable. It applies to all previous motions on the subject unless otherwise specified by the maker of the motion. If motion for previous question fails, debate is reopened; if motion for previous question passes, then vote on the pending motion. A motion for previous question requires a two-thirds vote of those Council Members present and voting.
- **Limit or extend debate**
This motion limits or extends the time for the Council or any Council Member to debate a motion. It requires a second, is amendable and is not debatable. The motion requires a two-thirds vote of those Council Members present and voting.
- **Continue to a certain time**
This motion continues a matter to another, specified time. It requires a second, is amendable and is debatable as to propriety of postponement and time set.
- **Refer to a city agency, body, committee, board, commission or officer**
This motion sends a subject to another city agency, body, committee, board, commission or officer for further study and report back to Council, at which time subject is fully debated. It requires a second, is amendable, and is debatable only as to the propriety of referring. The substance of the subject being referred shall not be discussed at the time the motion to refer is made.
- **Amend or substitute**
This motion changes or reverses the main motion. It requires a second, is amendable, and is debatable only when the motion to which it applies is debatable. A motion to amend an amendment is in order, but one to amend an amendment to an amendment is not. An amendment modifying a motion is in order but an amendment raising an independent question or one that is not germane to the main motion shall not be in order. Amendments take precedence over the main motion and the motion to postpone indefinitely.

Motion	Description	2 nd Required	Debatable	Amendable	2/3 Vote
Fix the time to which to adjourn	Sets a next date and time for continuation of the meeting	X	Only as to time to which the meeting is adjourned	X	
Adjourn	Sets time to adjourn. Not in order if (a) repeated without intervening business (b) made as an interruption of a member while speaking; (c) the previous question has been ordered; and (d) while a vote is being taken	X	Only to set the time to which the meeting is adjourned		
Take a recess	Purpose is to interrupt the meeting	X		X	
Raise a question of privilege					
Lay on the table	Interrupts business for more urgent business	X			
Previous question (close debate or "call the question")	Closes debate on pending motion	X			X
Limit or extend limits of debate	Purpose is to limit or extend debate	X		X	X
Motion to continue to a certain time	Continues the matter to another, specified time	X	X	X	
Refer to committee	Sends subject to another city agency, body, committee, board, commission or officer for further study and report back to council, at which time subject is fully debated	X	Only as to propriety of referring, not substance of referral	X	
Amend or substitute	Modifies (or reverses course of) proposed action. Cannot raise independent question. Can amend an amendment, but no further	X	Only if underlying motion is debatable	X	



City Council Protocols and Procedures Handbook

W. Debate and Voting

- 1) Presiding officer to state motion
The presiding officer shall assure that all motions are clearly stated before allowing debate to begin. The presiding officer may restate the motion or may direct the City Clerk to restate the motion before allowing debate to begin. The presiding officer shall restate the motion or direct the City Clerk to restate the motion prior to voting.
- 2) Presiding officer may debate and vote
The presiding officer may move, second and debate from the chair, subject only to such limitations of debate as are by these rules imposed on all Council Members. The presiding officer shall not be deprived of any of the rights and privileges of a Council Member.
- 3) Division of question
If the question contains two or more divisible propositions, each of which is capable of standing as a complete proposition if the others are removed, the presiding officer may, and upon request of a member shall, divide the same. The presiding officer's determination shall be appealable by any Council Member.
- 4) Withdrawal of motion
A motion may not be withdrawn by the maker without the consent of the Council Member seconding it.
- 5) Change of vote
Council Members may change their votes before the next item on the agenda is called.
- 6) Voting
On the passage of every motion, the vote shall be taken by voice or roll call or electronic voting device and entered in full upon the record.
- 7) Silence constitutes affirmative vote
Council Members who are silent during a voice vote shall have their vote recorded as an affirmative vote, except when individual Council Members have stated in advance that they will not be voting.
- 8) Failure to vote
It is the responsibility of every Council Member to vote unless disqualified for cause accepted by the Council or by opinion of the City Attorney. No Council Member can be compelled to vote.
- 9) Abstaining from vote
Council Members should only abstain if they are not sufficiently informed about an item, e.g. when there was a prior hearing and they were unable to view the prior meeting before the current meeting. In the event of an abstention the abstainer in effect,



City Council Protocols and Procedures Handbook

"consents" that a majority of the quorum of the Council Members present may act for him or her.

10) Not participating

A Council Member who disqualifies him or herself pursuant to the Political Reform Act of 1974 because of any financial interest shall disclose the nature of the conflict and may not participate in the discussion or the vote. A Council Member may otherwise disqualify him or herself due to personal bias or the appearance of impropriety.

11) Tie votes

Tie votes may be reconsidered during the time permitted by these rules on motion by any member of the Council voting aye or nay during the original vote. Before a motion is made on the next item on the agenda, any member of the Council may make a motion to continue the matter to another date. Any continuance hereunder shall suspend the running of any time in which action of the City Council is required by law. Nothing herein shall be construed to prevent any Council Member from agendaing a matter that resulted in a tie vote for a subsequent meeting.

12) Motion to reconsider

A motion to reconsider any action taken by the Council may be made only during the meeting or adjourned meeting thereof when the action was taken. A motion to reconsider requires a second, is debatable and is not amendable. The motion must be made by one of the prevailing side but may be seconded by any Council Member. A motion to reconsider may be made at any time and shall have precedence over all other motions, or while a Council Member has the floor, providing that no vested rights are impaired. The purpose of reconsideration is to bring back the matter for review. If a motion to reconsider fails, it may not itself be reconsidered. Reconsideration may not be moved more than once on the same motion. Nothing herein shall be construed to prevent any Council Member from making a motion to rescind such action at a subsequent meeting of the Council.

13) Appeal from the decision of presiding officer

When the rules are silent, the presiding officer shall decide all questions of order, subject to appeal by a Council Member. When in doubt, the presiding officer may submit the question to the Council, in which case a majority vote shall prevail. Any decision or ruling of the presiding officer may be appealed by request of any member. The presiding officer shall call for a roll call or electronic voting device vote to determine if the presiding officer's ruling shall be upheld. If said vote passes or results in a tie vote, the presiding officer's ruling shall stand. If said vote fails, the decision or ruling of the presiding officer is reversed.

14) Getting the floor; improper references to be avoided

Every Council Member desiring to speak shall address the chair and, upon recognition by the presiding officer, every Council Member shall be confined to the question under debate, avoiding all indecorous language and personal attacks.



City Council Protocols and Procedures Handbook

15) Interruptions

Except for being called to order, a Council Member once recognized, shall not be interrupted when speaking, except as otherwise provided for in these rules. A Council Member called to order while speaking shall cease speaking until the question or order is determined, and, if in order, said Council Member shall be permitted to proceed.

X. Quasi-Judicial Hearings

Policy

It is the policy of the Council to assure that the due process rights of all persons are protected during City hearings. A “quasi-judicial” hearing is a hearing that requires a higher level of procedural due process because of the potential impact on life, liberty or property. Usually, quasi-judicial hearings involve a single parcel of land and apply facts and evidence in the context of existing law. Findings must be stated to explain the evidentiary basis for the Council’s decision.

Purpose

These rules are intended to assure that City Council decision making on quasi-judicial matters is based upon facts and evidence known to all parties and to support the role of Boards and Commissions in making independent recommendations to Council.

General Requirements

For purposes of this Section IV, a Quasi-Judicial Project subject to these rules is a formulated plan to go forward with a particular project or development.

1) Quasi-Judicial Proceedings Defined

Quasi-judicial proceedings subject to these procedural rules include hearings involving the following matters:

- Conditional Use Permits
- Variances
- Home Improvement Exceptions
- Design Enhancement Exceptions
- Subdivisions, other than final map approvals
- Architectural Review
- Assessment protest hearings
- Other matters as determined by the City Attorney
- Appeals related to any of the above
- Environmental Review relating to any of the above

2) Restrictions on Council Communications Outside of Quasi-Judicial Hearings

It is the policy of the Council to discourage the gathering and submission of information by Council Members outside of any noticed public meeting, prior to final recommendations by the Architectural Review Board or Planning & Transportation



City Council Protocols and Procedures Handbook

Commission. The following procedural guidelines are intended to implement this policy but shall not be construed to create any remedy or right of action.

3) *Identification of Quasi-Judicial Matters*

The City Attorney, in conjunction with the City Clerk and City Manager, will identify agenda items involving quasi-judicial decisions on both the tentative and regular Council agendas. This identification is intended to inform the Council, interested parties, and the public that this policy will apply to the item.

4) *Council to Track Contacts*

Council Members will use their best efforts to track contacts pertaining to such identified quasi-judicial/planned community decision items. Contacts include conversations, meetings, site visits, mailings, or presentations during which substantial factual information about the item is gathered by or submitted to the Council Member.

5) *Disclosure*

When the item is presented to the Council for hearing, Council Members will disclose any contacts which have significantly influenced their preliminary views or opinions about the item. The disclosure may be oral or written and should explain the substance of the contact so that other Council Members, interested parties, and the public will have an opportunity to become apprised of the factors influencing the Council's decision and to attempt to controvert or rebut any such factor during the hearing. Disclosure alone will not be deemed sufficient basis for a request to continue the item. A contact or the disclosure of a contact shall not be deemed grounds for disqualification of a Council Member from participation in a quasi-judicial/planned community decision unless the Council Member determines that the nature of the contact is such that it is not possible for the Council Member to reach an impartial decision on the item.

6) *No Contacts after Hearings*

Following closure of the hearing, and prior to a final decision, Council Members will refrain from any contacts pertaining to the item, other than clarifying questions directed to City staff.

7) *Written Findings Required*

On any matter for which state law or City ordinance requires the preparation of written findings, the staff report and other materials submitted on the matter will contain findings proposed for adoption by the Council. Any motion directly or impliedly rejecting the proposed findings must include a statement of alternative or modified findings or a direction that the matter under consideration be continued for a reasonable period of time in order for staff to prepare a new set of proposed findings consistent with the evidence which has been presented and the decision which is anticipated.

8) *Rules of Evidence*

Council hearings need not be conducted according to formal rules of evidence. Any relevant evidence may be considered if it is the sort of evidence upon which responsible persons rely in the conduct of serious affairs. The presiding officer may exclude



City Council Protocols and Procedures Handbook

irrelevant or redundant testimony and may make such other rulings as may be necessary for the orderly conduct of the proceedings while ensuring basic fairness and full consideration of the issues involved. Evidentiary objections shall be deemed waived unless made in a timely fashion before the Council.

9) Burden of Proof

The applicant and appellant shall bear the burden of proof on all aspects of the action or relief they seek. The person with the burden of proof must offer evidence to the Council to support his or her position.

10) Council Members Who are Absent During Part of a Hearing

A Council Member who is absent from any portion of a hearing conducted by the Council may vote on the matter provided that he or she has watched or listened to a video or radio broadcast, or video or audio recording, of the entire portion of the hearing from which he or she was absent and if she or he has examined all of the exhibits presented during the portion of the hearing from which he or she was absent and states for the record before voting that the Council Member deems himself or herself to be as familiar with the record and with the evidence presented at the hearing as he or she would have been had he or she personally attended the entire hearing.

11) Appeals

Appeals to the Council shall be conducted *de novo*, meaning that new evidence and arguments may be presented and considered. All matters in the record before any other City board, commission or official shall be part of the record before the Council.

Y. Standing Committees

Policy

It is the policy of the Council to use standing committees in open and public meetings to study City business in greater depth than what is possible in the time allotted for Council meetings.

Purpose

These rules are intended to enhance public participation and committee meetings so that the best possible decisions can be made for Palo Alto.

General Requirements

Council standing committees shall be subject to the following procedural rules:

1) Quorum

A majority of the committee membership shall constitute a quorum.

2) Referrals

Only the Council or City Manager shall make referrals to the standing committees. Referrals will generally be directed to only one of the standing committees. Items may be withdrawn from the committee and taken up for consideration by the Council at any Council meeting with the consent of a majority of the Council, and subject to any



City Council Protocols and Procedures Handbook

applicable noticing or agenda posting requirements. Council members who submit matters to the Council which are referred to a standing committee may appear before the standing committee to which the referral has been made in order to speak as proponents of the matter. Standing committee meetings during which such referrals may be considered shall be noticed as Council meetings for the purpose of enabling the standing committee to discuss and consider the matter with a quorum of the Council present.

- 3) *Function of committees*
The purpose and intent of committee meetings is to provide for more thorough and detailed discussion and study of prospective or current Council agenda items with a full and complete airing of all sentiments and expressions of opinion on city problems by both the Council and the public, to the end that Council action will be expedited. Actions of the committee shall be advisory recommendations only.
- 4) *Minutes*
The City Clerk shall be responsible for the preparation and distribution to the Council of the minutes of standing committee meetings. The minutes for these meetings shall be action minutes which reflect the motions made during these meetings. The minutes shall be delivered to all Council Members before the Council meeting at which the committee's recommendations are to be discussed.
- 5) *Report of committee*
The minutes of each committee meeting shall serve as the report to the Council. Any member may write a separate report.
- 6) *Agenda*
The chairperson of each standing committee shall work with staff to prepare the agenda for committee meetings, the sequence of study being, within reasonable limits of practicality, the same as the sequence of referral.
- 7) *Public Participation*
Public comment on agenda items will be limited to a maximum of five minutes per speaker, or any alternate time limit specified by the presiding officer.
- 8) *Conduct of standing committee meetings*
The chairperson of each committee may conduct meetings with as much informality as is consistent with Council procedural rules, which shall also be in effect during committee meetings. The views of interested private citizens may be heard in committee meetings, but in no case shall a committee meeting be used as a substitute for public hearings required by law.
- 9) *Oral Communications*
Opportunities for oral communications shall be provided in the same manner as Council meetings.



City Council Protocols and Procedures Handbook

Z. Ad Hoc Committees and Committee as a Whole

Policy

The Council may use Ad Hoc Committees or the Committee as a Whole on a limited basis where necessary to study City business in greater depth than what is possible in the time allotted for Council and Standing Committee meetings.

Purpose

These rules are intended to clarify the distinctions between Standing, Ad Hoc Committees, and the Committee as a Whole and to set up guidelines for creation of Ad Hoc Committees and the Committee as a Whole.

General Requirements

Council Ad Hoc Committees and the Committee as a Whole shall be subject to the following procedural rules:

1) Definition of Ad Hoc Committee

An Ad Hoc Committee is an advisory committee composed solely of less than a quorum of members of the Council. The work of an Ad Hoc Committee is limited to a single finite purpose. By contrast, a Standing Committee has continuing subject matter jurisdiction extending for a lengthy time period and/or a meeting schedule fixed by charter, ordinance, resolution, or formal action of the Council.

2) Definition of Committee as a Whole

A Committee as a Whole is a committee composed of the entire City Council. The work of the Committee as a Whole is limited to a single finite purpose.

3) Brown Act

Ad Hoc Committees do not constitute legislative bodies and are not subject to the requirements of the Brown Act. The Committee as a Whole is subject to the Brown Act.

4) Appointment

The Mayor or the City Council may appoint three or fewer members of the Council to serve on an Ad Hoc Committee. In contrast, only the Council and not the Mayor alone can create a Standing Committee. The Mayor will publicly announce any Ad Hoc Committee created by him or her, its membership and stated purpose and post this information on the City Council website. The City Manager shall prepare a report to Council about the anticipated time commitment required for staff to assist the Ad Hoc Committee.

5) Duration



City Council Protocols and Procedures Handbook

Ad Hoc Committees are created for a finite period of time. If an Ad Hoc Committee does not complete its task by the end of the calendar year, it shall not continue unless reappointed by the new Mayor in the following year.

- 6) Members
Ad Hoc Committees shall consist of less than a quorum of Council members only and shall not include any other persons such as members of other legislative bodies.
- 7) Reporting
Ad Hoc Committees shall report their recommendations to the Council no less than once per quarter in writing or orally. Any Council Member may during the COUNCIL MEMBER QUESTIONS, COMMENTS AND ANNOUNCEMENTS request that an updated Ad Hoc Committee report be placed on the next meeting's agenda.
- 8) Termination of Ad Hoc Committee by Majority of Council
A majority of the Council may vote to terminate any Ad Hoc Committee following placement of the issue on an agenda.
- 9) Conclusion
A public announcement shall be made any time the Ad Hoc Committee has concluded its work and/or upon dissolution.

2.5 - Election of Mayor

Palo Alto Municipal Code Section 2.04.060 governs the election of the Mayor. Nominations for Mayor may be made by any individual Council Member and do not require a second.



CITY COUNCIL PROTOCOLS

The handbook is organized into eight sections to serve as guidelines:

- 1) Core Responsibilities
- 2) Council Conduct
- 3) Other Procedural Issues
- 4) Policy & Services Committee – Role, Purpose & Work Planning
- 5) Enforcement
- 6) City Council Emails for Agenda-Related Items
- 7) City Council and Board and Commissions Policy for Travel and Miscellaneous Expense Reimbursement, 2020
- 8) City of Palo Alto Council Protocols Ethics Addendum



City Council Protocols and Procedures Handbook

SECTION 1 - CORE RESPONSIBILITIES

All members of the City Council, including those serving as Mayor and Vice Mayor, have equal votes. No Council Member has more power than any other Council Member, and all should be treated with equal respect.

All Council Members:

- A. Demonstrate honesty and integrity in every action and statement
- B. Comply with both the letter and spirit of the laws and policies affecting the operation operations of government.
- C. Serve as a model of leadership and civility to the community
- D. Inspire public confidence in Palo Alto government
- E. Work for the common good, not personal interest
- F. Prepare in advance of Council meetings and be familiar with issues on the agenda
- G. Fully participate in City Council meetings and other public forums while demonstrating respect, kindness, consideration, and courtesy to others
- H. Participate in scheduled activities to increase Council effectiveness
- I. Review Council procedures, such as these Council Protocols, at least annually
- J. Represent the City at ceremonial functions at the request of the Mayor
- K. Be responsible for the highest standards of respect, civility and honesty in ensuring the effective maintenance of intergovernmental relations
- L. Respect the proper roles of elected officials and City staff in ensuring open and effective government
- M. Provide contact information to the City Clerk in case an emergency or urgent situation arises while the Council Member is out of town



City Council Protocols and Procedures Handbook

SECTION 2 - COUNCIL CONDUCT

Councils are composed of individuals with a wide variety of backgrounds, personalities, values, opinions, and goals. Despite this diversity, all have chosen to serve in public office in order to improve the quality of life in the community. In all cases, this common goal should be acknowledged even as Council may "agree to disagree" on contentious issues.

2.1 – Public Meetings

- A. Use Formal Titles
The Council should refer to one another formally during Council meetings as Mayor, Vice Mayor or Council Member followed by the individual's last name.
- B. Practice Civility and Decorum in Discussions and Debate.
Difficult questions, tough challenges to a particular point of view, and criticism of ideas and information are legitimate elements of a free democracy in action. Be respectful of diverse opinions.
- C. Honor the Role of the Presiding Officer in Maintaining Order and Equity.
Respect the Chair's efforts to focus discussion on current agenda items. Objections to the Chair's actions should be voiced politely and with reason, following the parliamentary procedures outlined in the City Council Procedural Rules.
- D. Demonstrate Effective Problem-Solving Approaches.
Council Members have a public stage to show how individuals with disparate points of view can find common ground and seek a compromise that benefits the community as a whole. Council Members are role models for residents, business people and other stakeholders involved in public debate.
- E. Be Respectful of Other People's Time.
Stay focused and act efficiently during public meetings.

2.2 - Private Encounters

- A. Treat Others as You Would Like to be Treated.
Ask yourself how you would like to be treated in similar circumstances, and then treat the other person that way.

2.3 – Council Conduct with City Staff



City Council Protocols and Procedures Handbook

The key provisions on Council-staff relations found in section 2.04.170 of the Palo Alto Municipal Code:

“Neither the council nor any of its committees or members shall direct, request or attempt to influence, either directly or indirectly, the appointment of any person to office or employment by the city manager or in any manner interfere with the city manager or prevent the city manager from exercising individual judgment in the appointment of officers and employees in the administrative service. Except for the purpose of inquiry, the council and its members shall deal with the administrative service solely through the city manager, and neither the council nor any member thereof shall give orders to any of the subordinates of the city manager, either publicly or privately.”

Governance of a City relies on the cooperative efforts of elected officials, who set policy, and City Staff, which analyze problems and issues, make recommendations, and implement and administer the Council’s policies. Therefore, every effort should be made to be cooperative and show mutual respect for the contributions made by each individual for the good of the community.

- A. Treat All Staff as Professionals.
Clear, honest communication that respects the abilities, experience, and dignity of each individual is expected. As with your Council colleagues, practice civility and decorum in all interactions with City staff.
- B. Channel Communications through the Appropriate Senior City Staff.
Questions of City staff should be directed only to the City Manager, Assistant City Manager, City Attorney, City Clerk, Assistant City Clerk, City Auditor, Senior Assistant City Attorneys, or Department Heads. The Office of the City Manager should be copied on any request to Department Heads. Council Members should not set up meetings with department staff directly, but work through Department Heads, who will attend any meetings with Council Members. When in doubt about what staff contact is appropriate, Council Members should ask the City Manager for direction. However, nothing in these protocols is intended to hinder the access Council-appointed liaisons (e.g. to the San Francisquito JPA or NCPA) may require in order to fulfill their unique responsibilities.
- C. In Order to Facilitate Open Government, All Council Members Should Make Decisions with the Same Information from Staff On Agendized or Soon-To-Be Agendized Items (i.e. Items on The Tentative Agenda or in a Council Committee).
- D. Never Publicly Criticize an Individual Employee, Including Council-Appointed Officers. Criticism is Differentiated From Questioning Facts or the Opinion of Staff.
All critical comments about staff performance should only be made to the City Manager through private correspondence or conversation. Comments about staff in the office of the City Attorney, City Auditor or City Clerk should be made directly to these CAOs through private correspondence or conversation-
- E. Do Not Get Involved in Administrative Functions.



City Council Protocols and Procedures Handbook

Avoid any staff interactions that may be construed as trying to shape staff recommendations. Council Members shall refrain from coercing staff in making recommendations to the Council as a whole.

- F. Be Cautious in Representing City Positions on Issues.
Before sending correspondence related to a legislative position, check with City staff to see if a position has already been determined. When corresponding with representatives of other governments or constituents remember to indicate if appropriate that the views you state are your own and may not represent those of the full Council.
- G. Do Not Attend Staff Meetings Unless Requested by Staff.
Even if the Council Member does not say anything, the Council Member's presence may imply support, show partiality, intimidate staff, or hampers staff's ability to do its job objectively.
- H. Respect the "One Hour" Rule for Staff Work.
Requests for staff support should be made to the appropriate senior staff member, according to the protocol for channeling communications. Any request, which would require more than one hour of staff time to research a problem or prepare a response, will need to be approved by the full council to ensure that staff resources are allocated in accordance with overall council priorities. Once notified that a request for information or staff support would require more than one hour, the Council Member may request that the City Manager place the request on an upcoming Council agenda.
- I. Depend upon the Staff to Respond to Citizen Concerns and Complaints.
It is the role of Council Members to pass on concerns and complaints on behalf of their constituents. It is not, however, appropriate to pressure staff to solve a problem in a particular way. Refer citizen complaints to the appropriate senior staff member, according to the protocol on channeling communications. The senior staff member should respond according to the Policy and Procedure for Responding to Customer Complaints. Senior staff is responsible for making sure the Council Member knows how the complaint was resolved.
- J. Do Not Solicit Political Support from Staff.
The City Charter states that "Neither the city manager or any other person in the employ of the city shall take part in securing or shall contribute any money toward the nomination or election of any candidate for a municipal office." In addition, some professionals (e.g., City Manager and the Assistant City Manager) have professional codes of ethics, which preclude politically partisan activities or activities that give the appearance of political partisanship.

2.4 - Conduct with Palo Alto Boards and Commissions

The City has established several Boards and Commissions as a means of gathering more community input. Citizens who serve on Boards and Commissions become more involved in government and serve as advisors to the City Council. They are a valuable resource to the City's



City Council Protocols and Procedures Handbook

leadership and should be treated with appreciation and respect. Council Members serve as liaisons to Boards and Commissions, according to appointments made by the Mayor, and in this role are expected to represent the full Council in providing guidance on Council processes or actions to the Board or Commission. Refrain from speaking for the full Council on matters for which the full council has not yet taken a policy position. In other instances, Council Members may attend Board or Commission meetings as individuals, and should follow these protocols:

A. If Attending a Board or Commission Meeting, Identify Your Comments as Personal Views or Opinions.

Council Members may attend any Board or Commission meeting, which are always open to any member of the public. Any public comments by a Council Member at a Board or Commission meeting, when that Council Member is not the liaison to the Board or Commission should make a point to clearly state it is an individual opinion and not a representation of the feelings of the entire City Council.

B. Refrain from Lobbying Board and Commission Members.

It is inappropriate for a Council Member to contact a Board or Commission member to lobby on behalf of an individual, business, or developer, or to advocate a particular policy perspective. It is acceptable for Council Members to contact Board or Commission members in order to clarify a position taken by the Board or Commission.

C. Remember that Boards and Commissions are Advisory to the Council as a Whole, not as Individual Council Members.

The City Council appoints individuals to serve on Boards and Commissions, and it is the responsibility of Boards and Commissions to follow policy established by the Council. Council Members should not feel they have the power or right to unduly influence Board and Commission members. A Board and Commission appointment should not be used as a political reward.

D. Concerns about an Individual Board or Commission Member Should be Pursued with Tact.

If a Council Member has concerns with a particular Board or Commission member fulfilling his or her roles and responsibilities and is comfortable in talking with that individual privately, the Council Member should do so. Alternatively, or if the problem is not resolved, the Council Member should consult with the Mayor, who may address the issue to the Council as appropriate.

E. Be Respectful of Diverse Opinions.

A primary role of Boards and Commissions is to represent many points of view in the community and to provide the Council with advice based on a full spectrum of concerns and perspectives. Council Members may have a closer working relationship with some individuals serving on Boards and Commissions but must be fair to and respectful of all citizens serving on Boards and Commissions.

F. Keep Political Support Away from Public Forums.



City Council Protocols and Procedures Handbook

Board and Commission members may offer political support to a Council Member, but not in a public forum while conducting official duties. Conversely, Council Members may support Board and Commission members who are running for office, but not in an official forum in their capacity as a Council Member.

G. Maintain an Active Liaison Relationship.

Appointed Council liaisons or alternates are encouraged to attend all regularly scheduled meetings of their assigned Board or Commission.

2.5 - Staff Conduct with City Council

A. Respond to Council Questions as Fully and as Expeditiously as is Practical.

The protocol for staff time devoted to research and response is in application here. If a Council Member forwards a complaint or service request to a department head or a Council Appointed Officer, there will be follow-through with the Council Member as to the outcome.

B. Respect the Role of Council Members as Policy Makers for the City.

Staff is expected to provide its best professional recommendations on issues. Staff should not try to determine Council support for particular positions or recommendations in order to craft recommendations. The Council must be able to depend upon the staff to make independent recommendations. Staff should provide information about alternatives to staff recommendations as appropriate, as well as pros and cons for staff recommendations and alternatives

C. Demonstrate Professionalism and Non-Partisanship in all Interactions with the Community and in Public Meetings.

D. It is Important for the Staff to Demonstrate Respect for the Council at all Times. All Council Members Should be Treated Equally.



SECTION 3 - OTHER PROCEDURAL ISSUES

3.1 – Commit to Annual Review of Important Procedural Issues

At the beginning of each legislative year, the Council will hold a special meeting to review the Council protocols, adopted procedures for meetings, the Brown Act, conflict of interest, and other important procedural issues.

3.2 – Don't Politicize Procedural Issues (e.g. Minutes Approval or Agenda Order) for Strategic Purposes

3.3 – Submit Questions on Council Agenda Items Ahead of the Meeting

In order to focus the Council meetings on consideration of policy issues and to maintain an open forum for public discussion, questions which focus on the policy aspects of agenda items should be discussed at the Council meeting rather than in one-on-one communications with staff prior to the meetings. Any clarifications or technical questions that can be readily answered can be handled before the meeting. Council Members are encouraged to submit their questions on agenda items to the appropriate Council Appointed Officer or City Manager by 5:00 p.m. the Wednesday prior to the meeting so staff can be prepared to respond before or at the Council meeting. More detailed procedures relating to agenda questions can be found in the addendum to these protocols titled "Policy and Procedures for Council E-mails for Agenda Related Items."

3.4 - Submittal of Materials Directly to Council

If Council receives planning application materials related to agenda item matters they will notify the City Clerk and the City Manager as soon as possible.

3.5 - Late Submittal of Correspondence or Other Information Related to Planning Applications

In order to allow for adequate Staff review and analysis, and to ensure public access to information, all plans, correspondence, and other documents supporting planning applications being heard by the City Council must be submitted to staff not later than noon five working days prior to the release of the Council Agenda Packet. If any correspondence or other information is submitted after this deadline to Council Members or staff, and Staff determines additional review is needed Staff will reschedule the item for a future Council meeting. If a Council member receives planning application materials from a project applicant he or she shall notify the City Clerk and the City Manager as soon as possible. There are no restrictions on the rights of applicants or others to comment or respond to information contained within the Staff Report. At the meeting the City Council may determine whether to continue or refer the item to the appropriate Board and/or Commission if significant changes to a project or significant new information become known. Nothing in this statement is intended to restrict the rights of applicants or other interested parties to respond to information contained in or attached to a Staff Report.

*For all purposes, applicant also refers to applicant agent.



City Council Protocols and Procedures Handbook

3.6 – Respect the Work of the Council Standing Committees

The purpose of the Council standing committees is to provide focused, in-depth discussion of issues. Council should respect the work of the committees. If a matter is taken forward to the full Council for approval and it receives a unanimous vote at Committee, the item will be placed on the Consent Calendar unless otherwise recommended by the Committee, Mayor, City Attorney or City Manager if any of these entities believe the item is of significant public interest.

3.7 – The Mayor and Vice Mayor Should Work With Staff to Plan the Council Meetings

There are three purposes to the pre-Council planning meeting: 1) to plan how the meeting will be conducted, including review of approximate time allocation of staff report presentations and to ensure adequate time for large complex items; 2) to identify any issues or questions that may need greater staff preparation for the meeting; and 3) to discuss future meetings. Consideration in building the agenda should be given to the potential length of the meeting and at what point items of significant public concern may be heard.

The purpose of the meeting is not to work on policy issues. Normally, only the Mayor and Vice Mayor are expected to attend the pre-Council meetings with the City Manager and other CAOs, and Department Managers. The Mayor and Vice Mayor's role is to represent the interest of the entire Council.



City Council Protocols and Procedures Handbook

SECTION 4 - POLICY & SERVICES COMMITTEE – ROLE, PURPOSE, & WORK PLANNING

The Municipal Code states that the role of the Council Policy & Services Committee is to:

...consider and make recommendations on matters referred to it by the council relating to parliamentary and administrative procedures and policy matters pertaining to intergovernmental relations, personnel policies, planning and zoning, traffic and parking, public work, and community and human services. (§2.04.220)

In 2009 and 2010, the Council reviewed the purpose and structure of the Committee and adopted recommendations on several items related to this. This section documents these agreements related to the Committee.

Purpose Statement: The purpose of the Policy & Services Committee is to review and identify important community issues and City policies and practices to ensure good public policy.

The Committee shall consider and make recommendations to Council on matters relating to parliamentary protocols, procedures and policy matters.

SECTION 5 - ENFORCEMENT

Council Members have the primary responsibility to assure that these protocols are understood and followed, so that the public can continue to have full confidence in the integrity of government. As an expression of the standards of conduct expected by the City for Council Members, the protocols are intended to be self-enforcing. They therefore become most effective when members are thoroughly familiar with them and embrace their provisions. For this reason, Council Members entering office shall sign a statement affirming they have read and understood the Council protocols. In addition, the protocols shall be annually reviewed by the Policy and Services Committee and updated as necessary.



City Council Protocols and Procedures Handbook

SECTION 6 - CITY COUNCIL E-MAILS FOR AGENDA-RELATED ITEMS

6.1 - Policy

The Council adopted protocols provide a framework for the policy on e-mail communications between Council Members and Staff on agenda-related items, including the following:

- A. In order to facilitate open government, all Council Members should make decisions with the same information from Staff on agendized or soon-to-be agendized items (i.e. items on the tentative agenda or in a Council Committee)
- B. Submit questions on Council agenda items ahead of the meeting, In order to focus the Council meetings on consideration of policy issues and to maintain an open forum for public discussion, questions which focus on the policy aspects of agenda items should be discussed at the Council meeting rather than in one-on-one communications with Staff prior to the meetings. Any clarifications or technical questions that can be readily answered can be handled before the meeting. Council Members are encouraged to submit their questions on agenda items to the appropriate Council Appointed Officer or City Manager as far in advance of the meeting as possible so that Staff can be prepared to respond at the Council meeting.

In its settlement agreement with the San Jose Mercury News of February 2003, the City Council agreed to consider a policy under which the Council would waive any deliberative or other privilege, other than attorney-client privilege, that it might assert with regards to e-mails on agendized items. This policy and procedure implements that agreement. The Council, in adopting this policy, does not waive attorney-client-privilege or any other privilege associated with a closed session authorized under the Brown Act.

6.2 - Procedure

- A. Council Members should direct any questions on staff reports to the City Manager or designee. Questions on reports from the City Auditor, City Attorney, or City Clerk should be directed to the appropriate Council Appointed Officer. Council Members should not direct any questions on agenda items to other members of the City Manager's Staff or the Staff of the other Council Appointed Officers.
- B. Council Members should submit questions on agenda items no later than 5:00 p.m. on the Wednesday prior to the Council meeting at which the item will be discussed. Staff will make best reasonable efforts to post written responses to timely-submitted questions by Thursday 5:00 p.m. Any questions received after 5:00 p.m. on the Wednesday before the meeting may be responded to via e-mail, or alternatively, will be responded to at the Council meeting.
- C. Staff will not engage in "dialogues" with individual Council Members regarding questions, i.e. follow-up questions to initial questions will be responded to at the Council Meeting.



City Council Protocols and Procedures Handbook

- D. Staff will give highest priority to responding prior to the Council meeting via e-mail only on items on the Consent Calendar. Questions which address the policy aspects of the item on the Council agenda will not be responded to prior to the meeting, although Staff welcomes such questions in advance of the meeting in order to prepare for the Council and public discussion. Technical and clarifying questions on non-Consent Calendar items will be responded to as time permits.
- E. If the Staff will be responding to a Council Members Consent Calendar question at the meeting rather responding to the question via e-mail, Staff will inform the Council Member as early as possible after receipt of the question(s).
- F. Questions and all Staff-prepared responses will be forwarded to all Council Members as well as put up on the special web page created for public review of Council agenda questions and Staff responses. Staff will include the name of the Council Member posing the questions in the "subject" field of the e-mail response.
- G. Written copies of all Council Member agenda questions and Staff responses will be at Council places at the meeting; additionally copies will be made available in the Council Chambers for members of the public.



THIS SECTION UNDER REVIEW

SECTION 7 - CITY COUNCIL AND BOARDS AND COMMISSIONS POLICY FOR TRAVEL AND MISCELLANEOUS EXPENSE REIMBURSEMENT, 2020

GENERAL CONSIDERATIONS

This policy is set by the City Council and applies to Council Members and to Board and Commissions members, who will be referred to as “Officials” in the policy. In reimbursing travel and miscellaneous expenses, a municipal purpose requiring the expenditure of public funds must be in evidence; also, in accord with the Charter and Municipal Code, such expenditures must be from authorized appropriations.

7.1 - Eligible Activities

The following activities (“Eligible Activities”) are recognized by the Council as advancing municipal purposes and are eligible for expense reimbursement, subject to limitations on activities and specific and total expenditures described elsewhere in this policy:

- A. Communicating with representatives of regional, state and national government on adopted city policy positions;
- B. Attending educational seminars designed to improve officials’ skill and information levels;
- C. Participating in regional, state and national organizations whose activities affect the City’s interest;
- D. In collaboration with City staff, implementing a city-approved strategy for attracting or retaining businesses to the City.

All other expenditures require prior approval by the City Council at a regular or special meeting.

7.2 - Out-of-Town Conferences or Meetings

A. Reimbursement

All payments for travel and meetings shall be on the basis of either reimbursement of expenses advanced by the Council Member/Official or payments made directly to travel agencies/websites, hotels, airlines or the organization sponsoring the meeting. All requests for payments or reimbursements must be accompanied by invoices or paid detailed receipts and a copy of descriptive literature about the conference or meeting. The City Clerk, Mayor or Chair for Officials must approve, in advance, individual travel requests for out-of-town meetings and conferences, e.g., Annual League of California Cities Conference, National League of Cities Conference, etc., including Eligible Activates.



City Council Protocols and Procedures Handbook

THIS SECTION UNDER REVIEW

Allowable expenses for local or Bay Area Eligible Activates do not require prior approval by the Mayor or Chair.

The total reimbursement shall not exceed the budget adopted by the Council for this purpose.

All reimbursements shall comply with the limits of Policy and Procedures 1-02 (Citywide Travel Policy).

Expense reports should be submitted within 30 days of end of trip. Inability to provide such documentation in a timely fashion may result in expense being borne by the Council Member or Official.

B. Meals and Incidentals

~~Notwithstanding the preceding general policy regarding reimbursement, a Council Member or Official may submit a payment request (supported by conference literature) for advance payment of meals and incidentals allowance according to the Internal Revenue Service authorized mileage reimbursement rate and payment for meals and incidentals consistent with City Policy and Procedures 1-02. If the amount advanced is exceeded, additional reimbursement may be requested upon return from the meeting. Requests for additional reimbursement must be supported by a detailed report and receipts for all meals and incidentals. The Mayor shall pre-approve additional reimbursements, and if the expenses are determined to be excessive, they may not be approved.~~

The City will provide a per diem (“per day”) allowance for meals and incidentals to Council Members or Officials who are approved to travel overnight for official City business. Council Members or Officials will receive a flat rate for meals and will not be required to submit receipts.

The per diem rate varies and is dependent on the destination of travel. The rates for the various travel destinations are available on the U.S. General Services Administration website (<http://www.gsa.gov/portal/content/104877>). When meals are provided at an event, the value of that meal will be deducted from the daily per diem rate. Travelers will receive 75% of the daily per diem amount on days requiring transportation to and from the location (i.e., departure day and return day) regardless of departure and arrival times. Meals provided on days of travel shall be deducted at full-value.

Incidental Expenses

Incidental expenses related to City business shall be reimbursed at cost as supported by submitted receipts. Incidental expenses may include hotel parking charges, Internet connection services, and telephone charges.



City Council Protocols and Procedures Handbook

THIS SECTION UNDER REVIEW

The actual costs for parking will be reimbursed when approval to use a personal vehicle or rental car is obtained in advance. Council Members or Officials should use the lowest cost alternative for parking within a reasonable area from the destination. Internet connection services purchased to conduct City business are reimbursable. Other charges on the hotel bill, such as pay-TV movies, cleaning, laundry, room service charges or charges for additional guests are not reimbursable.

C. Lodging Expense

Council Members or Officials shall select single occupancy, standard, non-deluxe accommodations and should stay at hotels offering economical lodging rates. When possible, travelers attending a conference or seminar should stay at conference hotels, which offer a negotiated rate.

The City will not reimburse any cost related to the extension of a hotel stay beyond the time necessary to complete the event. An out-of-state trip involving cross-county travel may require hotel accommodations both before and after the conference or training. Within California and adjoining states, an extra night's hotel stay should not be necessary if flight arrangements can be made the same day.

The use of hotels is restricted to cities located beyond 50 miles (one-way) from the City of Palo Alto or the traveler's residence (whichever is shortest). For example, if the destination is Sacramento and you live in Palo Alto (118 miles) or Oakland (81 miles), you would qualify for a hotel (and per diem for meals). However, if you live in Vacaville (35 miles) or Lodi (36 miles) you would not qualify for a hotel.

~~Reimbursements or payment of hotel bills will be limited to the highest group or governmental rate available and will cover room charges, applicable taxes and any other item listed in this policy for the Council Member or Official. Telephone calls to Palo Alto City Hall may be made collect. Other charges on the bill such as Expenses incurred for extra guests of the traveler and the like are not reimbursable.~~

D. Transportation

- *Air Transportation*

~~Reimbursement or payment will be limited to economy class commercial air carrier, or an available group travel rate if lower.~~

Council Members or Officials shall fly economy class on the lowest flight available for the most direct route to the final destination, which could reasonably include scheduled layovers. Council Members or Officials are encouraged to make air reservations as early as feasible to obtain the greatest discount and to consider the use of alternate but nearby airports to take advantage of the lowest fares. Extension of the trip to cover a weekend stay to obtain a lower airfare does not entitle the Council Member or Official to be reimbursed for the extra day's hotel



THIS SECTION UNDER REVIEW

costs or meal expenses. Council Members or Officials may use City travel to qualify for frequent flyer credits, but the selection of an airline for a given trip shall not be made for the purpose of accumulating such credits. Council Members or Officials that choose to use their personal frequent flyer miles for City business shall not be reimbursed for the value of the tickets. If the airline charges for all checked baggage, the City will cover the cost for one checked bag only. Excess baggage charges are not reimbursable.

- *Rental Cars*
Rental cars shall be approved if other ground transportation, such as shuttles or taxis, is more expensive during the stay at the destination. Only economy or compact car models may be rented unless an upgrade is provided by the rental agency at no additional cost. Because the City is self-insured, Council Members or Officials should decline any additional insurance offered by the rental company. Council Members or Officials must also decline the Fuel Purchase Options (which allows for prepayment of a gas tank refill) and shall refuel prior to returning the rental car. Rental car options such as GPS devices and any other extra optional charges are not reimbursable.

The use of a rental car, in lieu of a private auto, to travel to and from an out of town event will be reimbursed either at the current IRS mileage rate or the car rental cost apportioned for the number of days used for City business, whichever is less.

- *Private Automobiles*
Private automobiles may be used for personal or group transportation on extended trips. Reimbursement shall be made at the current IRS mileage rate. The distance to be reimbursed shall be measured from the place of work and from the employee's home, and the calculated mileage reimbursement shall be based upon which of the two distances is shorter. ~~established by the Internal Revenue Service authorized mileage reimbursement rate consistent with the City Policy and Procedures 1-02.~~ Mileage reimbursement for private automobiles shall not exceed the cost of round trip air transportation (economy class) for a reservation made at least seven days in advance of the trip. ~~and rental car, if applicable, or an available group travel rate if lower.~~
- ~~*Rental Car*~~
~~Economy level only when Council Member or Official has traveled by airplane out of the Bay Area.~~
- ~~*Shuttle/Taxi*~~
~~When traveling out of the area.~~

7.3 - Local or Bay Area Activities



THIS SECTION UNDER REVIEW

Council Members or Officials who have been requested or designated to represent the City may receive the actual cost of:

- A. Meals, if they are a scheduled feature of the activity, e.g., SCCCA dinner meetings.
- B. Registration fees where applicable.
- C. Mileage if activity is outside the City (mileage claims should be submitted monthly, with details: date and type of meeting, number of miles traveled to be indicated), consistent with City Policy and Procedures 1-02.
- D. Council Members and Officials may be reimbursed by the City for use of a private bicycle to attend local or Bay Area activities outside the City of Palo Alto consistent with City Policy and Procedures 2-9.

7.4 - Other Expenses

- A. Ethics Training Expenses – AB1234 requires ethics training every two years and such fee and related expenses are eligible for reimbursement.

7.5 - Activities Not Considered Reimbursable

- A. Voluntary attendance at any conference or meeting, not representing the City.
- B. Meetings of social or service organizations.
- C. Meetings of voter groups or with individual citizens concerned with agenda items.
- D. Election campaign activities.
- E. Alcohol and entertainment expenses.
- F. Personal portion of the trip and other non-mileage automobile expenses.

7.6 - Reports to Council

Council Members and Officials shall provide brief verbal reports on meetings attended at the City's expense at the next regular Council/Board/Commission meeting. If multiple Officials attended, a joint report may be made. All related documents are subject to the Public Records Act and can be periodically reviewed by auditors.

7.7 - Violation of This Policy

Use of public resources or falsifying expense reports is in violation of this policy and may result in any or all of the following:



THIS SECTION UNDER REVIEW

- A. Loss of reimbursement privileges
- B. A demand for restitution to the City
- C. The City reporting the expenses as income to the elected or appointed Official to state and federal tax authorities
- D. Civil penalties of up to \$1000 per day and three times the value of the resources used
- E. Prosecution for misuse of public resources

7.8 - Mayor and Vice Mayor Additional Compensation

The Mayor shall receive \$150 monthly and the Vice Mayor \$100 monthly to defray additional expenses of these offices.

7.10 - Support Services

The City Clerk's Office makes travel arrangements for Council Members. This service includes conference registration, hotel reservations, per diem advances and reimbursement of unforeseen expenses. The department liaison for each board and commission will be responsible for arrangements for Officials.



City Council Protocols and Procedures Handbook

CITY OF PALO ALTO COUNCIL PROTOCOLS ETHICS ADDENDUM

The citizens, businesses and organizations of the city are entitled to have fair, ethical and accountable local government, which has earned the public's full confidence for integrity.

To this end, the City Council has adopted Council Protocols and this Code of Ethics for members of the City Council to assure public confidence in the integrity of local government and its effective and fair operation.

A. Comply with Law

Members shall comply with the laws of the nation, the State of California and the City in the performance of their public duties. These laws include but are not limited to: the United States and California constitutions, the city Charter, laws pertaining to conflicts of interest, election campaigns, financial disclosures, employer responsibilities and open processes of governments and City ordinances and policies.

B. Conduct of Members

The professional and personal conduct of members must be above reproach and avoid even the appearance of impropriety. Members shall refrain from abusive conduct, personal charges or verbal attacks upon the character or motives of other members of the Council, boards and commissions, the staff or the public.

C. Respect for Process

Members shall perform their duties in accordance with the processes and rules of order established by the City Council governing the deliberation of public policy issues, meaningful involvement of the public and implementation of policy decisions of the City Council by City staff.

D. Decisions Based on Merit

Members shall base their decisions on the merits and substance of the matter at hand, rather than on unrelated considerations.

E. Conflict of Interest

In order to assure their independence and impartiality on behalf of the common good, members shall not use their official positions to influence decisions in which they have a material financial interest or where they have an organizational responsibility or personal relationship, which may give the appearance of a conflict of interest.

F. Gifts and Favors

It is contrary to the city of Palo Alto's ethical standards for any council member to accept gifts or gratuities from an individual, business, or organization doing business, or seeking to do business, with the City or who is seeking permits or other entitlements from the City.

The acceptance of gifts can convey an appearance of favoritism and conflict of interest. Gifts can be perceived as attempts to influence City operations or as compensation for



City Council Protocols and Procedures Handbook

services rendered and can erode the public confidence in the impartiality of decisions made by Council Members.

Council Members exercise good faith in carrying out this Protocol. It is impossible to list every situation and fact pattern, so it anticipates that Council Members will exercise their good judgment in determining whether the item is a gift or not.

This policy is supplemental to the gift limitations of the Fair Political Practices Commission's Limitations and Restrictions on Gifts, Honoraria, Travel and Loans.

The following are not considered gifts under this Protocol:

- Gifts which the Council member returns (unused) to the donor, or for which the Council Member reimburses the donor, within 30 days of receipt.
- Gifts from a Council Member's spouse, child, parent, grandparent, grandchild, brother, sister, parent-in-law, brother-in-law, sister-in-law, aunt, uncle, niece, nephew, or first cousin or the spouse of any such person, unless he or she is acting as an agent or intermediary for another person who is the true source of the gift.
- Minor gifts of hospitality involving food or drink, that the Council Member receives in an individual's home or at another location of business.
- Gifts approximately equal in value exchanged between the Council Member and another individual on holidays, birthdays, or similar occasions.
- Informational material provided to assist the Council member in the performance of their official duties, including books, reports, pamphlets, calendars, periodicals, videotapes, or free or discounted admission to informational conferences or seminars.
- A bequest or inheritance.
- Campaign contributions.
- Personalized plaques and trophies with an individual value of less than \$250.
- Tickets to attend fundraisers for campaign committees or other candidates, and tickets to fundraisers for organizations exempt from taxation under Section 501(c)(3) of the Internal Revenue Code.
- Free admission, refreshments, and similar non-cash nominal benefits provided to the Council Member at an event at which the Council Member gives a speech, participates in a panel or seminar, or provides a similar service. Transportation within California, and any necessary lodging and subsistence provided directly in



City Council Protocols and Procedures Handbook

connection with the speech, panel, seminar, or similar service, are also not considered gifts.

- Passes or Tickets which provide admission or access to facilities, goods, services, or other benefits (either on onetime or repeat basis) that the Council Member does not use and does not give to another person.
- Wedding gifts
- A prize or award received in a bona fide competition not related to official status.

(These exceptions are paraphrased from FPPC publications.)

- Gifts from Sister Cities or other entities, other municipalities, if forwarded to the City.

G. Confidential Information

Members shall respect the confidentiality of information concerning the property, personnel or affairs of the City. They shall neither disclose confidential information without proper legal authorization, nor use such information to advance their personal, financial or other private interests.

H. Use of Public Resources

Members shall not use public resources, such as City staff time, equipment, supplies or facilities, for private gain or personal purposes.

I. Representation of Private Interests

In keeping with their role as stewards of the public interest, members of Council shall not appear on behalf of the private interests of third parties before the Council or any other board, commission or proceeding of the City, nor shall members of boards and commissions appear before their own bodies or before the Council on behalf of the private interests of third parties on matters related to the areas of service of their bodies.

J. Advocacy

Members shall represent the official policies or positions of the City Council, board or commission to the best of their ability when designated as delegates for this purpose. When presenting their individual opinions and positions, members shall explicitly state they do not represent their body or the City, nor will they allow the inference that they do.

K. Positive Work Place Environment

Members shall support the maintenance of a positive and constructive work place environment for City employees and for citizens and businesses dealing with the City. Members shall recognize their special role in dealings with City employees to in no way create the perception of inappropriate direction to staff.



City of Palo Alto

Policy and Services Committee Staff Report

(ID # 14899)

Meeting Date: 11/3/2022

Report Type: Action Items

Title: New Council Member Orientation Discussion and Recommendations

From: City Manager

Lead Department: City Clerk

Recommendation

Staff recommends that the Policy and Services Committee review the draft outline for a New Council Member Orientation program and provide any direction for modifications.

Background

On November 8, 2022 the voters of the City of Palo Alto will select three candidates to serve as Council Members for the next four years. The three seats that are up for election this cycle are the Council seats currently occupied by Council Member Filseth, Dubois and Cormack. Council Members Filseth and Dubois have reached their two consecutive-term limit, and Council Member Cormack has chosen not to seek reelection.

Of the seven qualified candidates, none have served as a Council Member in Palo Alto previously. Staff is creating a New Council Member Orientation program with the goal of effectively onboarding new Council Members. This program is proposed to include a combination of a digital resource library as well as a one or two-day workshop, depending on Council Member-elect preferences. The workshop outline is included as Attachment A and includes the following nine different discussion sections:

1. Introduction to the City Organization
2. Council Member Specific Information
3. Legal Update and Considerations while on Council
4. Council Meeting Procedures and Protocols
5. Policy Role in Land Use Planning
6. Financial Responsibilities, Budgeting and Performance Measurements
7. Communications and Community Engagement
8. Emergency Preparedness
9. Major Projects and Upcoming Items

The outline is intended to balance critical information about operating as a Council Member including legal obligations of serving in this capacity, data about city operational structures and procedures with policy decisions that will come before the

Council in the near future.

This outline is a basis of structure to be used for future new Council Member Onboarding going forward, with the understanding that each election will have candidates of different backgrounds and experiences therefore this program will need to be adapted each election cycle.

Discussion

Staff is requesting the Policy and Services Committee review the draft outline and provide any recommendations for modification to the program, based on their experiences of being a newly elected Council Member.

Timeline, Resource Impact, Policy Implications

There is no cost associated with this project other than staff time. This process will create efficiencies in sharing the information in the attached outline to all Council Member-elects.

Environmental Review

This is not a project.

Attachments:

- Draft New Council Member Orientation Outline

New City Council Member Onboarding Program

Section 1. Introduction to the City Organization (20 Minutes)

- 1.1. Overview of the organization structure, services and Executive Leadership Team (per City Charter and Muni Code, with commentary)
 - A. Role of the City Council Member/Local Elected Official
 - B. Role of the City Manager
 - C. Role of the City Attorney
 - D. Role of the City Clerk
 - E. Role of the City Auditor

- 1.2. Relationships between City Council, Council Appointed Officers (CAO), City Staff, and the public (per City Charter and Muni Code, with commentary)

Section 2. Council Member Specific Information (30 Minutes)

Council-specific information includes all the items that relate to councilmembers themselves in their new role.

- 2.1. Overview of Procedures and Protocols Handbook and notable norms
- 2.2. Regulatory Guidelines & Required trainings
- 2.3. Council Priority-Setting
- 2.4. Council members' roles regarding Council subcommittees and service on regional boards, outside agencies and committees
- 2.5. Travel, Conferences and Training opportunities
- 2.6. Special Annual Council Events, Meetings & Cycles (Reorganization, State of the City, Strategic Planning, CAO Evaluations, Budget Adoption, Summer/Winter Recess, Annual City Sponsored Events)

Section 3. Legal Update and Considerations while on Council (45 minutes)

- 3.1. Overview of City's legal structure
- 3.2. Council roles:
 - A. Policymaking/legislating
 - B. Quasi-judicial decision making
- 3.3. Key laws:
 - A. Open Meetings (Brown Act)
 - B. Conflicts of Interest (Political Reform Act, etc.)
 - C. Public Records Act

Section 4. Council Meeting Protocols (20 Minutes)

- 4.1. Logistics: Schedules, seating, attendance, technology, meeting etiquette
- 4.2. Agenda Structure & Rules of Procedure
- 4.3. Packet production process and schedules, Staff Report timelines
- 4.4. How/when to pose questions before, and during a meeting
- 4.5. Closed Session practices

Section 5. Policy Role in Land Use Planning (45 Minutes)

- 5.1. Review of land use planning terms
- 5.2. Development review/approval process
- 5.3. Role of Council in land use matters
- 5.4. Role of planning or zoning commissions/boards
- 5.5. Schedule of general plan, Housing Element, development projects or other policy documents that are coming to the council in the upcoming year

Section 6. Financial Responsibilities, Budgeting and Performance Measurements (30 Minutes)

Review the basics of the financial structure and condition to help councilmembers understand their fiduciary responsibilities.

- 6.1. Fiscal Calendar & Budget Approval Schedule
- 6.2. Financial position of the City
- 6.3. Explanation of fund structure
- 6.4. Overview of the most recent comprehensive audit and financial report (CAFR)
- 6.5. Operating and capital budget cycle
- 6.6. Investment and treasury policies
- 6.7. Schedule for financial reporting to the council
- 6.8. Unfunded liabilities (e.g., post-employment benefits)
- 6.9. Pension and OPEB Trusts
- 6.10. Performance Tracking

Section 7. Communications and Community Engagement (30 Minutes)

- 7.1. City Communications Overview
- 7.2. Social Media Use
- 7.3. Community Engagement Activities Planned to Implement the City's Workplans

Section 8. Emergency Preparedness (20 Minutes)

Due to the unique and critical role local governments play regarding emergency preparedness, a briefing on this topic is key.

- 8.1. Council role in the event of a community emergency
- 8.2. Public Safety organizational structure
- 8.3. Emergency Communications

Section 9. Department Topics & Q&A (45 Minutes)

- 9.1. Major Projects Overview
- 9.2. Summary of the Tentative Agenda of Upcoming Council Agenda Items
- 9.3. Open Floor

DRAFT



City of Palo Alto

Policy and Services Committee Staff Report

(ID # 14923)

Meeting Date: 11/3/2022

Report Type: Action Items

Title: Supplemental Report for Item #2: Council Procedures and Protocols Handbook

From: City Manager

Lead Department: City Manager

Policy and Services Committee – November 3, 2022

ITEM #2: Review Proposed Reorganization of City Council Procedures and Protocols Handbook and Direction to Staff on Next Steps

The attached memo is a supplemental attachment which includes the Items for Consideration as additions to the City Council Procedures and Protocols Handbook. This was not included with the original November 3 Committee packet though it was referenced in the staff report.

Attachments:

- Supplemental Attachment: Items from Council Members for the Handbook, October 2022

Items Suggested for the Handbook by Council Members as of October 2022

Newer Items:

1. **Mayor Burt:** Should we put Council member comments at the beginning of the agenda instead of the end?
2. **Cormack:** League of California Cities Conferences and any other conference in which the Council designates a voting delegate to act on behalf of the Full Council: the voting delegate should abstain from voting on any new proposal presented at the specific conference that the City Council did not provide explicit direction on.
3. **Cormack:** Rather than state what liaisons should not do with boards and commissions, I would prefer to have the Council clarify the role of liaisons, specifically what liaisons should do, with input from boards and commissions themselves. If the liaison is limited to reiterating existing Council policy, that seems like information that staff could share as needed and that then the presence of a Councilmember might not be useful at meetings.

Items that were on the list from soliciting the City Councilmembers as of March 2021:

Cormack

- consider adopting a policy prohibiting Councilmembers from using electronic devices for communication during public meetings. This is in keeping with the AB1234 ethics training, which states that the public expectation is that decision makers will listen during open, noticed, public meetings.

DuBois

Procedures

1. Adopt policy on quasi-judicial items coming to council - Suggestion is no private contacts/meetings with applicants or appellants after the item finishes with ARB and PTC

Protocol Discussion

1. Use of staff time - We have a rule which limits each Council member's use of staff time to an hour a week. This should be applied fairly across all council members
2. Liaison must refrain from personal viewpoints; they are there representing the full council, do not speak on matters on which council has not taken a position - Should consider refreshing this for clarity - had some issues last year
3. Finish Travel Expense section
4. Add/clarify on role of elected official's role with other public agencies
 - a. Adopt clarifying language on default behavior - expand J on page 47 to include league of city guidelines
 - b. Ability to censure when a stated policy is in effect
 - c. Bolstering our protocols, Page 46
<https://www.cityofpaloalto.org/civicax/filebank/documents/41516>
 J. Advocacy Members shall represent the official policies or positions of the City Council, board or commission to the best of their ability when designated as delegates

for this purpose. When presenting their individual opinions and positions, members shall explicitly state they do not represent their body or the City, nor will they allow the inference that they do.

- d. Incorporate some of this language from League of Cities, Role as an Elected Official, Page 14
<https://www.cacities.org/Resources-Documents/Education-and-Events-Section/New-Mayors-Council-Members/2020-Session-Materials/2020-New-Mayors-Council-Members-Resource-Guide/10-Your-Role-as-an-Elected-Official>
- e. Council Conduct with Other Public Agencies
 Be clear about representing the City or personal interests. If a Council Member appears before another governmental agency or organization to give a statement on an issue, the Council Member must clearly state if his or her statement reflects personal opinion or is the official stance of the City. If the Council Member is representing the City, the Council Member must support and advocate the official City position on an issue, not a personal viewpoint. If the council Member is representing another organization whose position is different from the City, the Council Member should withdraw from voting on the issue if it significantly impacts or is detrimental to the City's interest. Council Members should be clear about which organizations they represent and inform the Mayor and Council of their involvement.

Kou

Policy considerations:

- Quasi-judicial items
 - why/what/when Consent and Action
- Consent items
 - what is a reasonable limit to the dollar amount for items to be on consent
 - remove item from Consent: suggest 2 votes instead of 3
 - read/announce each Consent Item before vote is taken
- Mayoral Rotation

Policy Other Considerations for protocols:

- 1) add the City's Organizational chart
- 2) Code of Ethics
- 3) Council Liaison roles to BCCs especially, providing personal perspectives on a subject and thereby leading or giving directive as to their support.
- 4) Page 47 No. J - need role and advocacy clarification and procedure for Council appointee(s) to regional or state agencies/boards/committees.
- 5) Council Conduct with Other Public Agencies: Be clear about representing the City or personal interests. If a Council Member appears before another governmental agency or organization to give a statement on an issue, the Council Member must clearly state if his or her statement reflects personal opinion or is the official stance of the City. If the Council Member is representing the City, the Council Member must support and advocate the official City position on an issue, not a personal viewpoint. If the council Member is representing another organization whose position is different from the City, the Council Member should withdraw

from voting on the issue if it significantly impacts or is detrimental to the City’s interest. Council Members should be clear about which organizations they represent and inform the Mayor and Council of their involvement (<https://www.cacities.org/Resources-Documents/Education-and-Events-Section/New-Mayors-Council-Members/2020-Session-Materials/2020-New-Mayors-Council-Members-Resource-Guide/10-Your-Role-as-an-Elected-Official>).