

## RESOLUTION 2023-2

### A RESOLUTION OF THE MONTOUR AREA RECREATION COMMISSION ADOPTING MEETING AND PARLIAMENTARY PROCEDURES, CODE OF CONDUCT, AND CONFLICT OF INTEREST POLICIES

**WHEREAS**, the Intergovernmental Agreement of Cooperation (IGAC) which governs the operations of the Montour Area Recreation Commission (MARC) was first ratified on May 18, 2005, and last updated on May 13, 2020; and

**WHEREAS**, updates to Commonwealth of Pennsylvania rules, regulations, and legislation, including the Pennsylvania Sunshine Act (65 Pa.C.S. §§ 701-716) and the Right to Know Law, including case law pertaining thereto, have occurred since MARC's IGAC was last updated; and

**WHEREAS**, active civic engagement, discussion, and debate are hallmarks of American society, essential to the functioning of governmental and non-governmental institutions alike; and

**WHEREAS**, MARC wishes to update its policies and procedures to promote civil discussion and public engagement in MARC's decision-making process, while allowing for the orderly conduct of MARC's operations.

**NOW THEREFORE, IT IS HEREBY RESOLVED** that MARC updates its policies and procedures to include the following rules:

#### PUBLIC NOTICE FOR MEETINGS

For regular public meetings, MARC shall provide not less than three (3) days advance notice prior to the first regularly-scheduled meeting of the calendar year, along with all further scheduled meetings for the remainder of the calendar year. The notice – which shall include the date, time, and location of the meetings – shall be printed in a paid newspaper of general circulation. A notice must also be posted at the location where the meetings are to take place.

For a special or rescheduled public meeting, MARC shall provide not less than twenty-four (24) hours advance notice, with the notice bring printed in a paid newspaper of general circulation, and posted at the location where the meeting is to take place.

MARC shall post the agenda for all public meetings not less than twenty-four (24) hours in advance. Such agendas shall include all issues to be deliberated and any planned official action, such as votes. MARC shall post meeting agendas at MARC's offices (374 Preserve Road, Danville, PA 17821), at the meeting location, and to its website at <https://montourrec.com/marc-meeting-agendasminutes/> and to its Facebook page at <https://www.facebook.com/Montour-Area-Recreation-Commission-249776171826668/>.

Paper copies of the agenda shall also be made available to the public at the meeting.

MARC may make changes to a meeting agenda within the twenty-four (24) hour limit only so long as such changes are de minimus (of minimal importance or significance), involve no expenditure of funds, and do not involve entering into a contract. MARC may add items to an agenda at the meeting itself by majority vote. The reason for the change must be announced prior to any official action, including a vote, the amended agenda must be posted within twenty-four (24) hours after the meeting, and the meeting minutes must reflect the change that was made. Such additions again must be de minimus (of minimal importance or significance), involve no expenditure of funds, and not involve entering into a contract.

#### RECORDING

Except as noted herein for instances of Executive Session, members of the public or the media may use audio and/or video recording devices to record MARC meetings. Such recordings must be done in a manner that does not unreasonably disrupt the orderly conduct of the meeting. If MARC meetings are made available through Zoom or other online platforms, those broadcasts may be recorded.

#### PUBLIC PARTICIPATION AND COMMENT

Members of the general public attending MARC meetings shall provide their full name and municipality of residence on the form which shall be provided at the meeting room entrance for the purpose of recording meeting attendance. Members of the general public wishing to make comments during a meeting must provide their full name and municipality of residence for the purpose of meeting record keeping.

Members of the general public shall have the opportunity to comment on any issue that is or may come before MARC's Commission members. Public comment shall be made during the period of time established for public comment at the beginning of each MARC meeting, prior to any decision-making process which may occur. If he/she/they so choose, MARC's Chairperson may allow additional public comment during the discussion period for any action item which has been properly moved and seconded.

It is the intent of MARC to allow all persons a fair and equal opportunity to be heard while ensuring the orderly conduct of MARC's business. Public comment shall be limited to three (3) minutes per speaker. MARC's Chairperson may allow for additional time at his/her/their discretion. If additional time is granted to any speaker, all other speakers must be afforded an equal amount of time if those speakers so desire.

Public comment shall be limited to issues under consideration during the meeting or which may reasonably pertain to MARC operations. While commenters may ask questions of MARC's staff or Commission members, MARC's staff and Commission members are not obligated to



immediately respond. If deemed necessary by MARC's Chairperson, MARC staff members may need to research information and reply at a later date.

If, in the judgment of MARC's Chairperson, the period for public comment has become prohibitively long, the comment has begun to violate the Code of Conduct defined herein, or the comments become excessively repetitive, MARC's Chairperson may move to close public comment. MARC's Chairperson may defer additional public comment to a subsequent meeting or call for a special meeting to be held in advance of the next regular meeting.

Community groups wishing to make a presentation to MARC during a regular meeting may request to do so by contacting MARC's Director or Chairperson. Such presentations shall be limited to no more than ten (10) minutes in length, unless otherwise approved by MARC's Chairperson. Persons or groups may provide materials for inclusion in MARC's meeting agenda by providing such materials no less than five (5) days in advance of the meeting.

#### EXECUTIVE SESSION

Per the Pennsylvania Sunshine Act, as clarified by the Pennsylvania Office of Open Records, during a properly advertised public meeting, MARC may discuss certain matters in Executive Session, closed to public attendance. An Executive Session must pertain to one of the following matters:

- 1) Discussing personnel matters;
- 2) Holding an information, strategy, or negotiation session related to the negotiation of a collective bargaining agreement;
- 3) Considering the purchase or lease of real property;
- 4) Consulting with an attorney about active or pending litigation;
- 5) Discussing agency business which, if conducted in public, would violate a lawful privilege or lead to the disclosure of information or confidentiality protected by law;
- 6) Discussing certain public safety issues, if disclosure of the information discussed would be reasonably likely to jeopardize or threaten public safety or preparedness or public protection.

The specific reason for an Executive Session must be announced in the public meeting either before or directly after the Executive Session.

Official actions cannot be taken during an Executive Session. Official actions, such as a vote, must be taken during a public portion of a meeting.

## PARLIAMENTARY RULES OF ORDER

MARC'S IGAC requires the Vice-Chairperson *'be responsible for ensuring that parliamentary rules of order are followed during all Commission meetings.'* However, MARC's IGAC does not specify a particular parliamentary rule of order, such as Roberts Rules of Order, as might be presumed.

In order to allow for efficient consideration and debate of agenda items, without overly complex rules of order which may not be understood by all, MARC shall not operate according to Roberts Rules of Order, but shall operate according to a simplified rule of order as follows:

- 1) Items may be added to MARC meeting agendas by MARC's Director, Chairperson, or any Commission member, so long as such additions are made in accordance with the public notice requirements noted herein.
- 2) MARC's Chairperson shall call meetings to order at the prescribed time as advertised in the meeting agenda.
- 3) Official actions may only be taken when a majority of MARC's Commission members are in attendance at a meeting (whether in-person, by telephone, or video conference).
- 4) MARC's Chairperson, Director, or Commission member (when an agenda item is added by other than MARC's Chairperson or Director) shall explain any agenda item and present the rationale for the proposed action.
- 5) MARC's Chairperson shall call for a motion to approve the action item.
- 6) If a motion is made, MARC's Chairperson shall call for a second to the motion.
- 7) If no second is made, the action item is tabled or removed from consideration by MARC's Chairperson. If a second is made, MARC's Chairperson shall call for discussion from Commission members. MARC's Chairperson may allow for public comment during the discussion period if he/she/they so choose and if so requested by one or more members of the public in attendance.
- 8) At the conclusion of discussion, MARC's Chairperson shall ask the Commission member who made the original motion if he/she/they might wish to modify or withdraw his/her/their motion. If modified, the Chairperson shall again call for a second of the motion.
- 9) Once properly moved and seconded, MARC's Chairperson shall call for a vote. All those in favor shall say 'aye' or otherwise so signify. MARC's Chairperson shall also call for those against the measure to signify their opposition. MARC's Chairperson shall ask if any abstain from voting. Any Commission member with a conflict of interest as defined herein must abstain from voting and must disclose the reason for his/her/their abstention.
- 10) At the conclusion of all agenda items, MARC's Chairperson shall call to adjourn by general consent. If no objection is made, the meeting is adjourned. If an objection is made, the adjournment must be put to a vote. The Chairperson's call to adjourn does not require a motion or a second.

## CODE OF CONDUCT

All representatives of MARC (hereinafter 'Representatives'), whether staff or Commission members, shall commit themselves to ethical, businesslike, and lawful conduct, without conflict of interest, including proper use of authority and appropriate decorum when acting as Representatives, regardless of the venue or platform.

Representatives shall act in the best interests of MARC and the organizations, municipalities, and citizens it represents. Representatives shall work for the common good of the communities served by MARC and not for any private or personal interest, and they will assure fair and equal treatment of all persons, claims, and transactions coming before them.

MARC shall encourage different points of view in order to make good decisions and cultivate a sense of group responsibility, emphasizing collective decisions versus individual decisions.

Representatives shall refrain from abusive conduct, personal charges, or verbal attacks upon the character or motives of other Representatives, as well as the public. While difficult questions, challenges to a particular point of view, and criticism of ideas and information are legitimate elements of debate and discussion, such debate does not require, nor justify, belligerent, personal, impertinent, slanderous, threatening, abusive, or disparaging comments.

Representatives shall perform their duties in accordance with the processes and rules of order established by MARC's Intergovernmental Agreement of Cooperation and as elaborated herein.

MARC's Chairperson shall not tolerate inappropriate behavior as described herein and shall act to stop such conduct. MARC's Chairperson shall act to keep the comments of Representatives and the public on subject. Representatives shall honor efforts by the Chairperson to focus discussion on current agenda items. In the event of disagreement about the agenda or the Chairperson's actions, objections should be voiced respectfully and with reason.

Egregious or repeated violations of this Code of Conduct may result in the termination of MARC employees or the removal of a Commission member as allowed by MARC's Intergovernmental Agreement of Cooperation, Section 2k.

## CONFLICT OF INTEREST

A conflict of interest may exist when the interests or concerns of an employee or Commission member of MARC may be seen as competing with the interests or concerns of the organization or of the public trust. All MARC employees and Commission members are under a continuing obligation to disclose any actual or potential conflict of interest as soon as it is known, or reasonably should be known.

There are a variety of situations which raise conflict of interest concerns including, but not limited to, the following:

1. Financial Interests - A conflict may exist where an employee, or a relative or business associate of an employee, directly or indirectly benefits or profits as a result of a decision made or transaction entered into by MARC. Examples include situations where:
  - a. MARC contracts to purchase or lease goods, services, or properties from an employee or Commission member, or a relative, or business associate of an employee or Commission member.
  - b. MARC purchases an ownership interest in or invest in a business entity owned by an employee or Commission member, or by a relative or business associate of an employee or Commission member.
  - c. MARC offers employment to a relative or business associate of an employee.
  - d. An employee or Commission member, or a relative or business associate of an employee or Commission member, is provided with a gift, gratuity or favor, of a substantial nature, from a person or entity which does business, or seeks to do business, with MARC.
  - e. An employee or Commission member, or a relative or business associate of an employee or Commission member, is gratuitously provided use of the facilities, property, or services of MARC.
2. Other Interests - A conflict may also exist where an employee or Commission member, or a relative or business associate of an employee or Commission member, obtains a non-financial benefit or advantage that he would not have obtained absent his/her/their relationship with MARC, or where his/her/their duty or responsibility owed to MARC conflicts with a duty or responsibility owed to some other organization. Examples include where:
  - a. An employee or Commission member seeks to obtain preferential treatment by MARC for himself/herself/theirself, or relative, or business associate.
  - b. An employee or Commission member seeks to make use of confidential information obtained from MARC for his/her/their own benefit, or for the benefit of a relative, business associate, or other organization.
  - c. An employee or Commission member seeks to take advantage of an opportunity, or enable a relative, business associate or other organization to take advantage of an opportunity, which he/she/they have reason to believe would be of interest to MARC.



All employees must immediately notify MARC's Director (if MARC's Director, must notify MARC's Chairperson) of any conflict of interest. All MARC Commission members must notify MARC's Chairperson (if MARC's Chairperson, must notify Vice-Chairperson) of any conflict of interest. In the event it is unclear whether a conflict of interest exists, employees and Commission members must always err on the side of caution and report their concerns for consideration. MARC's Director shall be required to inform MARC's Commission members of any reported or suspected conflicts of interest.

Failure to report a known conflict of interest shall be grounds for immediate termination of employment from MARC or removal from office for Commission members, as allowed by MARC's Intergovernmental Agreement of Cooperation, Section 2k.

I hereby attest that Resolution 2023-2, as documented herein, has been duly adopted by the Montour Area Recreation Commission (MARC) on January 23, 2023.

Robert Timothy Stoudt, Director

signature 

Tyler Dambroski, Chairperson

signature 

Chris Johns, Secretary

signature 

