

BY-LAWS

BOUNDARY COMMISSION ST. LOUIS COUNTY, MISSOURI

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BY-LAWS
BOUNDARY COMMISSION, ST. LOUIS COUNTY

SECTION 1 - NAME

The name of the commission governed under these By-Laws and created pursuant to the Revised Statutes of the State of Missouri and the applicable ordinances of St. Louis County, shall be known as the Boundary Commission, St. Louis County (hereinafter “Boundary Commission”).

SECTION 2 - STATEMENT OF PURPOSE

The purpose of the Boundary Commission is to hold public hearings, review and approve or disapprove proposals affecting boundaries according to the statute, of areas wholly or partially within the county.

SECTION 3 - OBJECTIVES

The objectives, purposes, duties, membership and powers of the Boundary Commission, St. Louis County are those set forth in these By-Laws, in the St. Louis County Charter and Ordinances, amended and supplemented, in the relevant statutes of the State of Missouri, as amended and supplemented, and in the Rules of the Boundary Commission.

SECTION 4 - OFFICERS

The officers of the Boundary Commission shall consist of a Chairperson, a First Vice-Chairperson, and a Second Vice-Chairperson. All officers must be duly appointed members of the Boundary Commission.

SECTION 5 - ELECTION AND REMOVAL OF OFFICERS

Section 5.1 The Boundary Commission shall elect all officers at a regularly scheduled meeting in December of each year, or such later time as a majority of the Commission members may approve. Officers shall assume office on January 1 of the next year after their election if the election is in December of the prior year, and hold office until December 31 of that year, or until their successor has otherwise been duly elected and assumes the elected office. If an officer is elected after January 1 in a year, the officer elected shall assume office the next day after the meeting s/he is elected, and hold office until December 31 of that year, or until his or her successor has been duly elected and assumes the elected office.

Section 5.2 The election of officers shall be done in the following manner. The Chairperson shall require from those Commission members present or from the designated representative of the Nominating Committee separate nominations for each office. A second for each nomination shall be required. A separate vote is required for each office. The election shall be conducted as the last order of business at that meeting.

- (a) The Chairman of the meeting shall announce that nominations may be made for the office in which there is a vacancy or the expiration of the term for a Commissioner holding that particular office.
- (b) Any Commissioner, including a designee from the nominating committee if one had been appointed, may make a nomination for the office being considered.
- (c) Each nomination must be seconded.
- (d) After all Commissioners present have had the opportunity to make a nomination, a motion to close the nominations should be made and seconded. The Chairman may then declare a period for discussion. The Chairman shall declare the time limit for a period of discussion and the length of time for each Commissioner to make comments; and shall declare when the period for discussion is over.
- (e) If there is only one nomination made and seconded for an office, then any member may move to have the nomination voted on by acclamation. If such a motion is made, seconded, and approved, then the Chairman shall call for a vote on the nomination by acclamation. If the Chairman declares that the election by acclamation through voice vote has been approved, then such nominee shall be elected to the office being voted on.
- (f) If there is more than one nominee for the office being voted on, then the election of officer for that office shall be by public, roll call vote of each Commission member present at the meeting. The secretary of the Commission, or such other person present at the meeting designated by the Chairperson, shall record the vote of each Commissioner for each office, and shall announce the vote result at the end of the voting for each office. The nominee receiving the most votes of the Commissioners voting shall be elected to the office being voted on. The secretary of the Commission shall maintain the record of the roll call voting for each office as a public record in accordance with the Missouri Open Records Law (Sunshine Laws).
- (g) If there are two or more nominees for an office, and the top two nominees receiving the most votes are tied, then there shall be a second vote using the procedure set for in section (f) above. The nominee receiving the most votes of the Commissioners voting in the second vote shall be elected to the office being voted on. If there is a tie vote in the second round of voting, then the Chairman of the meeting shall designate one of the nominees to call a coin flip, the coin flip to be done by the Chairman of the meeting. The nominee who wins the coin flip will be elected to the office being voted on.
- (h) Should any Commissioner abstain from voting or vote present, then that Commissioner's vote shall not be considered in determining the amount of the most votes of the Commissioners voting.

Section 5.3. A Commission member may not succeed himself/herself in the same office more than twice. Those officers filling a vacancy for less than one year shall be eligible to succeed himself/herself in office for a one-year term only.

Section 5.4. Vacancies for officers shall be handled as follows:

- A. Chairperson Vacancy - The First Vice-Chairperson shall assume the duties and responsibilities of the Chairperson and thereafter be known as the Chairperson. The Second Vice-Chairperson shall simultaneously assume the duties and responsibilities of the First Vice-Chairperson and thereafter be known as the First Vice-Chairperson.
- B. First Vice-Chairperson Vacancy - The Second Vice-Chairperson shall assume the duties and responsibilities of the First Vice-Chairperson and thereafter be known as the First Vice-Chairperson.
- C. Second Vice-Chairperson Vacancy - A vacancy in this office shall be filled as soon as possible, subject to and in accordance with the election procedures set forth herein.
- D. All Vacancies - Any Commission member filling a vacancy shall complete the unexpired term of the office being filled, or until such time as a successor has been duly elected. The filling of a vacancy does not preclude a commissioner from succeeding himself/herself in the same office for a full one-year term.

Section 5.5. Removal of Officers

- A. Except under extenuating circumstances as approved by a majority of the Commission, any officer who fails to attend three (3) consecutive regular meetings of the Boundary Commission shall be deemed to have forfeited their office and a vacancy shall exist. Filling of the vacancy shall be in accordance with Section 5.5 of this Section.
- B. Any officer may be removed during his/her term upon an affirmative vote of seven (7) or more Commission members at a regularly scheduled meeting of the Boundary Commission.

SECTION 6 - DUTIES AND RESPONSIBILITIES OF OFFICERS

Section 6.1 - Boundary Commission. All authority and power is vested in the Boundary Commission. Under these By-Laws, certain duties and responsibilities are delegated to the named officers.

Section 6.2 - Chairperson. The Chairperson of the Boundary Commission shall have the following duties and responsibilities:

- A. To preside at all meetings and hearings of the Boundary Commission.
- B. To appoint all members of committees of the Boundary Commission, and at the discretion of the Chairperson designate one as the chairperson of the committee.
- C. To have general charge of the activities of the Boundary Commission, all under these By-Laws of the Boundary Commission.
- D. To direct staff between meetings of the Boundary Commission.
- E. To serve as spokesperson for the Boundary Commission.
- F. To carry out other duties normally conferred by parliamentary usage on such officer.
- G. To engage in other activities as directed by the Boundary Commission.
- H. To have a voice and vote on all questions before the Boundary Commission.
- I. To have authority to:
 - 1. Preserve order at the Boundary Commission meetings.
 - 2. Enforce the By-Laws of the Boundary Commission.
 - 3. Call Special meetings of the Boundary Commission.
 - 4. Decide who shall be heard first when two or more Commission members seek recognition.

Section 6.3 - Vice-Chairperson. There shall be two Vice-Chairpersons, to be known as the First Vice-Chairperson and Second Vice-Chairperson.

- A. The First Vice-Chairperson shall have the following duties and responsibilities:
 - 1. To act for the Chairperson in the Chairperson's absence.
 - 2. To perform those duties delegated by the Chairperson of the Boundary Commission.
 - 3. To engage in other activities as directed by the Boundary Commission.
- B. The Second Vice-Chairperson shall have the following duties and responsibilities:
 - 1. To act for the First Vice-Chairperson in his/her absence and for the Chairperson in the absence of both the Chairperson and the First Vice-Chairperson.
 - 2. To engage in other activities as directed by the Boundary Commission

SECTION 7 - MEETINGS

Section 7.1 The Boundary Commission shall hold a regular monthly meeting. The Commission shall adopt a schedule of meetings for the following year at its November or December meeting. Regular Commission meetings shall generally be held on the fourth Tuesday of each month, except for November and December, when such meetings shall be scheduled

considering the holidays, the convenience of the public, and the Commission members. However, the monthly meeting may be cancelled at the discretion of the Chairperson of the Commission if one or both of the following circumstances exist:

- A. The agenda for the monthly meeting does not call for the discussion of new business or substantive matters; or,
- B. The Chairperson discovers through polling the members of the Commission in advance of the meeting that a quorum will not be present.

Notwithstanding the above, the Boundary Commission shall hold no less than six (6) regular monthly meetings annually.

Section 7.2. Special meetings may be called by the Chairperson or by consent of three Commission members with a minimum of *three* working days notice.

Section 7.3. Emergency meetings may be called by the Chairperson or by consent of three Commission members when done in compliance with the Missouri Open Meeting Law in effect at the time.

Section 7.4.

- A. The Commissioners of the Boundary Commission may participate in a committee or Commission regular, special, or emergency meeting, by means of conference telephone or other communication equipment whereby all persons attending the meeting, including the general public can hear and communicate when appropriate. Participation in a committee or board meeting in this manner shall constitute presence in person at the meeting. The committee or board meetings referenced herein shall be considered public meetings subject to chapter 610, RSMo, and shall be reasonably accessible to the public.

B. PROXY.

A Commission Member may grant another Commission Member his or her proxy. The proxy may be for a regular or special meeting, or for a duration of time not to exceed 45 days. The proxy shall state any limitations on the grant of the proxy, and if no limitation is specified, the person holding the proxy shall have the authority to act in behalf of the person granting the proxy in all matters before the Commission as if the person granting the proxy was present. If the proxy is not limited to a specific matter at a meeting, the person giving the proxy, if accepted, shall be considered present for the meeting, including for a determination of a quorum.

The proxy shall be delivered electronically, by fax, or by delivery of the original 24 hours prior to the meeting (or the first meeting at which it is to be used) to the Commission offices, shall be published on the Commission's website with the agenda of the meeting, and shall be a public record. The original shall be delivered to the Chairman prior to the start of any regular or special Commission meeting. If a proxy is to be used at a meeting, the Chairman shall first call the meeting to order, then

announce that a proxy has been delivered, the name of the person giving the proxy, the name of the person receiving the proxy, any limitations and the duration. The Chairman shall then ask if there are any objections to the proxy. If no objection is made, then the proxy shall be accepted and in full force for the duration of the proxy. The roll call shall then be taken, and the person granting the proxy shall be considered as present for the meeting. If there is an objection, then the Parliamentarian shall determine if the proxy is made and submitted pursuant to this section, otherwise valid according to law, pursuant to Section 7.6 and Section 7.7 of these By-Laws. Appeals of the determination of the Parliamentarian shall be pursuant to Section 7.6 and Section 7.7 of these By-Laws. Should any vote be required on the determination of the Parliamentarian, a roll call shall be taken of those members present without the proxy member voting, even if the number present do not constitute a quorum. If the determination of the Parliamentarian or the vote of those present without the proxy voting is to overrule the Parliamentarian as provided in Section 7.6, so that the proxy is deemed not valid for purposes of the meeting, then a roll call shall be taken to determine if there is a quorum of those Members present without the member granting the proxy considered as present.

If there is no objection to the proxy, or the proxy is accepted over objection, then the person giving the proxy shall be considered as present at the meeting. The person recording the minutes and any votes at the meeting shall record that the vote of the member giving a proxy was done by proxy and include the name of the person actually voting the proxy.

All records relating to the grant of a proxy or the vote by a proxy shall be public records.

Section 7.5. A simple majority of the Commission members shall constitute a quorum, but a majority of those present at any meeting may adjourn from day to day or a certain day. Each Commission member shall have one vote.

Section 7.6. Parliamentarian

The attorney for the Commission shall act as parliamentarian and decide all questions of order.

Decisions of the parliamentarian may be appealed by two Commission members. Any appeal shall be decided without debate except the Commission members appealing shall be permitted to state their reason(s). Appeals shall be decided by a two-thirds vote of the Commission members present and voting.

Section 7.7. Robert's Rules of Order, Newly Revised, 1990 Edition, shall govern conduct of meetings of the Boundary Commission except when contrary to these By-Laws.

Section 7.8. The Boundary Commission shall by motion designate a person responsible for certifying the official record of each meeting of the Boundary Commission.

SECTION 8 – AGENDA

Section 8.1 The normal order of business at regular meetings shall be as follows:

Call to order/Roll Call
Approval of Agenda
Approval of minutes of previous meetings and hearings
Financial Report – Quarterly
Reports
 (e.g. Staff, Committee, Other Announcements/Communications)
Public Comments
New Business
 (e.g. Resolutions)
Old Business
 (e.g. Tabled Resolutions)
Items for agenda for future meetings (e.g. set public hearings)
Adjournment

Section 8.2. The Chairperson shall:

- A. With the approval of the Commission, have the discretion to add items or to remove item headings from the agenda when there is no applicable item before the Boundary Commission.
- B. Prior to the posting of the agenda, add an item(s) to the agenda if requested by one Commission member and agreed to by the Chairperson, or absent agreement by the Chairperson, if requested by three (3) or more Commission members.
- C. Post or have posted the agenda of all meetings of the Commission as provided for in the Missouri State Statutes a minimum of 24 hours in advance.

SECTION 9 - ATTENDANCE POLICY

Section 9.1. A Commission member shall receive written notification from the Boundary Commission of three (3) consecutive regular meeting absences or five (5) meeting absences in a twelve-month (12) period. Written notification shall:

- A. State the number of meetings missed;
- B. Inquire of the Commission member's intention to resign or remain on the Boundary Commission;
- C. Be copied to the Commission member's appointing authority.

Section 9.2. Except under extenuating circumstances as approved by a majority of the Commission, after a Commission member's absence from four (4) consecutive meetings or six (6) meeting absences in any twelve-month (12) period, the Boundary Commission shall send notification to the Commission member's appointing authority requesting removal of the Commission member. The notice shall be copied to the Commission member.

Section 9.3. In the event of anticipated absences, the Commission member shall promptly notify the Boundary Commission staff of the pending absence.

SECTION 10 - PUBLIC HEARINGS

Section 10.1. The Boundary Commission shall hold public hearings in accordance with its Rules. Public hearings may be held at a regular meeting, or another time as designated by the Boundary Commission.

Section 10.2. The Chairperson, or in his/her absence the First Vice-Chairperson or in his/her absence the Second Vice-Chairperson, shall conduct the Public Hearing. The Boundary Commission may designate another Boundary Commission member to conduct the Public Hearing. The Public Hearing may be held without a quorum of the Boundary Commission present if a record is made.

SECTION 11 - COMMITTEES

Section 11.1. The Boundary Commission may establish a personnel committee, a finance committee, a nominating committee, and ad hoc committees.

- A. Committee meetings shall adhere to the public notice requirements of the Missouri Open Meetings Law.
- B. The committee may elect its own chair if the Boundary Commission Chairperson does not designate the chair. Such election precludes later designation of the committee chair by the Boundary Commission Chairperson.

Section 11.2. The chairperson shall make appointments no later than the second regular meeting after the committee is established or the commissioners may make the appointments.

Section 11.3. With the exception of voting on matters before a committee, all Commission members may participate in said matters before a committee.

SECTION 12 - RULES

Section 12.1. The Boundary Commission may adopt rules, consistent with the applicable

provisions of the Revised Statutes of the State of Missouri, which are binding on proposing agents.

Section 12.2. A rule may be voted on only at the second regular Boundary Commission meeting after the introduction of the proposed rule at a regular Boundary Commission meeting. Any rule approved by the Boundary Commission shall be subject to a twenty-seven (27) day waiting period before becoming effective.

Section 12.3. Approval of any rule shall be by a simple majority vote of the Boundary Commission members present at the meeting.

Section 12.4. When there is a conflict between the Rules and these By-Laws, the Rules shall govern.

SECTION 13- AMENDMENT OF BY-LAWS

Section 13.1. These By-Laws may be amended by an affirmative vote of not less than six (6) Commission members of the Boundary Commission, with a minimum of fourteen (14) days public notice.

SECTION 14 - MISCELLANEOUS

Section 14.1. The principal office of the Boundary Commission shall be 225 S. Meramec Avenue, Suite 821T, St. Louis, Missouri 63105, or other location where the Commission maintains its office.

Section 14.2. The Boundary Commission's records shall be open to the public unless closed by the Boundary Commission in accordance with the laws of the State of Missouri.

Section 14.3. All communications to the Boundary Commission or individual Commission members shall be made available as soon as possible to all Commission members.

Section 14.4. The Boundary Commission shall comply with applicable provisions of the Revised Statutes of the State of Missouri relating to conflict of interest.

Section 14.5. The Boundary Commission will submit a budget to St. Louis County within the requirements of Section 72.412 R.S.Mo.

Section 14.6. The Boundary Commission shall be responsible for the independent management of the Commission's budget pursuant to state and county legislation.