



Town Council & Board of Trustees

Governance & Ethics Policy

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We Will Never bring disgrace to this, our Town, by any act of dishonesty or cowardice; we will fight for our ideals and sacred things of the Town, both alone and with many; We will never bring disgrace to this, our Town, by any act of dishonesty or cowardice; we will fight for our ideals and sacred things of the Town, both alone and with many; we will revere and obey the Town's laws and do our best to incite a like respect and reverence in those about us; we will strive unceasingly to quicken the public's sense of civic duty; and thus in all the ways we will strive to transmit this Town not only not less but greater, better and more beautiful than it was transmitted to us.

*The Ephebic Oath was that taken by the young men
of the ancient Athens when they became
of age to assume the responsibility of
citizenship*

*We all have the responsibility to protect the
integrity of our governing process and
therefore,
have read and agreed to these guidelines.*

Table of Contents

Section I: Governance Relations & Ethics Policy.....	4
A. Mayor/President's Responsibilities.....	6
B. Council/Board of Trustee Member's Responsibilities	6
C. Mayor/President & Council/Board Member	
Code of Conduct.....	7
D. Board and Staff Relations.....	7
Section II: Council-Manager Form of Government	8
Section III: Agenda Procedures.....	9
Section IV: Council Media Relations	12
Section V: Violations of This Policy.....	15

Section I - Governance Relations Policy

The Westlake Town Council is the governing body for the Town of Westlake and also serves as the Board of Trustees for Westlake Academy; therefore, they must bear the initial responsibility for the integrity of governance. As the Town of Westlake owns, operates, and holds the charter for the school, the title of Council Member will also apply to their role as a governing board for our academic services department (Westlake Academy). Thus, Town Council Member is synonymous with Board of Trustee Member and Mayor is synonymous with President of Westlake Academy. Serving the community is a great honor and should help build the public trust in our local government. The Council is responsible for its own professional development and education (both as a body and as individuals), its own discipline, and its own performance. The development and adherence to this policy is designed to ensure effective and efficient governance as it is the foundation of our success.

This policy will address Mayor/President and Council/Board relations, Council/Board and Staff relations, the Council-Manager Form of Government and Council/Board and media relations. By adopting these guidelines, we acknowledge our responsibility to each other, to our professional staff, and to the public that we all serve. The Council will govern both municipal and academic services in a manner associated with a commitment to the preservation of the values and integrity of representative local government and democracy, and a dedication to the promotion of efficient and effective governing. The following statements will serve as a guide and acknowledge the commitment being made in this service to the community:

1. The Council has as high priorities the continual improvement of the member's professional ability and the promotion of an atmosphere conducive to the fair exchange of ideas and policies among members.
2. The Council will endeavor to keep the community informed on municipal/academy affairs; encourage communication between the residents and the Council; strive for strong working relationships among neighboring municipalities and elected officials.
3. In its governance role, the Council will continue to be dedicated to friendly and courteous relationships with staff, other Council members, and the public, and seek to improve the quality and image of public service.
4. The Council will also strive to recognize its responsibility to future generations by addressing the interrelatedness of the social, cultural, and physical characteristics of the ties of the community when making policies.
5. And finally, each Council member will make a commitment to improve the quality of life for the individual and the community, and to be dedicated to the faithful stewardship of the public trust.

Statement of Purpose

To ensure the proper discharge of duties for the improvement of democratic municipal and school governance, Westlake Council/Board Members should display behavior that

demonstrates independent, impartial review of all matters addressed by them and be duly responsible to the residents of Westlake and to each other in their relationships.

Code of Ethics

The office of elected officials is one of trust and service to the residents of the Town of Westlake and Westlake Academy. This position creates a special responsibility for the Westlake Council/Board Member. In response to this, the Westlake Council/Board is expected to govern this Town in a manner associated with a commitment to the preservation of the values and integrity of representative local government and local democracy and a dedication to the promotion of efficient and effective governing. To further these objectives, certain ethical principles shall govern the conduct of every Council/Board Member, who shall:

1. Be dedicated to the highest ideals of honor and integrity in all public and personal relationships in order that the member may merit the respect and confidence of the residents of Westlake; and,
2. Recognize that the chief function of local government is to serve the best interests of all of the people; and,
3. Be dedicated to public service by being cooperative and constructive, and by making the best and most efficient use of available resources; and,
4. Refrain from any activity or action that may hinder one's ability to be objective and impartial on any matter coming before the board. Do not seek nor accept gifts or special favors; believe that personal gain by use of confidential information or misuse of public funds or time is dishonest; and,
5. Recognize that public and political policy decisions, based on established values, are ultimately the responsibility of the board; and,
6. Conduct business in open, well publicized meetings to be directly accountable to the residents of Westlake. It is recognized that certain exceptions are made by the State for executive sessions; however, any action as a result of that type of meeting will be handled later in open session.

A. MAYOR/PRESIDENT'S RESPONSIBILITIES

The Mayor/President has the important responsibility of presiding at meetings, issuing proclamations, and generally serves as the governmental head of Town Council/Board of Trustees. One of the major duties of the position, is to work with the other Council/Board Members to identify, prioritize, and allocate funding for the needs of both municipal and academic service areas and work with staff to set the strategic outcomes of the organization.

The Mayor also represents the Town in ceremonial events, makes presentations on behalf of the municipality and should expect to give interviews to the media (when necessary), preside at graduation each year, help produce videos for the organization and participate in business discussions with all stakeholders. Additional information is listed below:

1. The Mayor/President shall be the presiding officer at all meetings. The Mayor Pro-tern shall preside in their absence.
2. Except as provided for by State law pertaining to voting on Council/Board matters, the Mayor/President shall have a voice in all matters before the Council/Board.
3. The Mayor/President shall preserve order and decorum and shall require Council/Board members engaged in debate to limit discussion to the question under consideration.
4. The Mayor /President is the spokesperson for the Council/Board on all matters unless absent, at which time their designee will assume the role.
5. The Mayor/President will encourage all Council/Board members to participate in Council/Board discussions and give each member an opportunity to speak before any member can speak again on the same subject.
6. The Mayor/President may limit each speaker to three (3) to five (5) minutes to ensure an efficient use of time. The Mayor/President is responsible for keeping the meetings orderly by recognizing each member for discussion, limiting speaking time, encouraging debate among members, and keeping discussion limited to the agenda item being considered.
7. Should a conflict arise among Council/ Board members, the Mayor/President will serve as the mediator.

B. COUNCIL/BOARD OF TRUSTEES MEMBER RESPONSIBILITIES

Council/Board of Trustee members serve in a legislative role for the organization. They have the important role of approving policy direction, setting the strategic direction for both municipal and academic services through the establishment of the vision/mission/values and collaborating with staff to develop outcome objectives, and measuring the effectiveness of the service delivery methods for the municipality.

Unless restricted by state law, each Council/Board member may vote (or abstain) on agenda items that require approval at meetings. Members also serve as the authorizing body that may levy taxes, assess and charge fees, sell bonds to finance projects and functions of the municipality, and approves the budget for both municipal and academic services.

To meet their obligations, Council or Board of Trustee members must actively participate in meetings. If a member cannot attend a scheduled meeting due to illness or scheduling conflicts, they are required to notify the Town Secretary or Town Manager promptly before the meeting.

takes place. If a Council or Board member misses three consecutive regularly scheduled meetings, their position is deemed vacant unless the absence is due to illness, or the member has obtained prior approval for a leave of absence during a regular meeting. Requests for Council leave of absence will be decided upon by a vote of the present members either before the absence or at the next regular meeting.

Effective governance starts with a comprehensive, informed, and collaborative Town Council or Board of Trustees, making it crucial to fill all council or board positions with qualified members. In Texas, a Type A General Law city has the authority to appoint members to the council to fill vacancies that occur midterm. The Council or Board of Trustees must appoint individuals to fill these vacancies within 30 days of the vacancy, adhering to state laws unless otherwise restricted.

C. MAYOR/PRESIDENT AND COUNCIL/BOARD MEMBER CODE OF CONDUCT

During the Council/Board meetings, members shall preserve order and decorum, shall not interrupt or delay proceedings, and shall not refuse to obey the orders of the Mayor/President or the rules of the Council/Board. Council/Board members shall demonstrate respect and courtesy to each other, to professional staff, and to members of the public appearing before the Council/Board. Council/Board members shall refrain from rude and derogatory comments and shall not belittle staff members, other board members, or members of the public. They should not use their position to secure special privileges and should avoid situations that could cause any person to believe that they may have brought bias or partiality to a question or issue before the Council/Board.

Members of the Council/Board will not condone any unethical or illegal activity. All members of the Council/Board agree to uphold the intent of this policy and to govern their actions accordingly.

D. BOARD AND STAFF RELATIONS

No single relationship is as important as the relationships between the Council/Board, their Town Manager and their Head of School in effectively governing the Town of Westlake and the Westlake Academy. It is for this reason that the Council/Board, Town Manager and Head of School must understand their respective roles in that process. The Town Manager is the primary link between the Council/Board and the professional staff and shared services at the Town. The primary link between the Council/Board and the teachers and staff at Westlake Academy is the Head of School. The Council's/Board's relationship with the staff shall be through the Town Manager and the Head of School.

1. To ensure proper presentation of agenda items by staff, questions arising from Council/Board members after receiving their information packet should be, whenever possible, presented to the Town Manager or the Head of School for staff consideration prior to the meeting. This allows the staff time to address the member's concern and provide all members with the additional information.
2. The Town Manager and the Head of School shall designate the appropriate staff member to address each agenda item and shall see that each presentation is prepared and presented to inform and educate the Council/Board on the issues which require action. The presentation should be professional, timely, and allow for discussion of options for resolving the issue. The staff member making the presentation shall either make it clear

that no action is required or present the specific options for Council/Board consideration.

3. The Town Manager and the Head of School are directly responsible for providing information to all the Council/Board concerning any inquiries by a specific Board member. If the Town Manager or the Head of School believe that their staff's time is being dominated or misdirected by a Council/Board member, it is the Manager's or the Head of School's responsibility to inform the Mayor/President.
4. The Town Manager and Head of School will be held responsible for the professional and ethical behavior of themselves, their staff and are have the sole responsibility to discipline of their staff. The Town Manager and Head of School are also responsible for seeing that their staff receives the education necessary to address the issues facing municipal government and the Academy.
5. Any conflicts arising between the staff, teachers, coaches, volunteers or stakeholders and the Council/Board will be addressed by the Mayor/President, Town Manager and or the Head of School as necessary..
6. All staff members shall show each other, each Council/Board member, and the public respect and courtesy at all times. They are also responsible for making objective, professional presentations to ensure public confidence in the process.
7. The Town Manager and the Head of School, after an election, will make sure that the staff has prepared information needed for the orientation of new Council/Board members and inform them of any Texas Municipal League/Texas Charter School conferences and seminars available. The orientation shall include meeting procedures, staff and media relations, current agenda items and leadership training programs.
8. The Town Manager and the Head of School will also be responsible for meeting personally with new members and informing them about Town/Academy facilities and procedures.

SECTION II - COUNCIL-MANAGER FORM OF GOVERNMENT

The Council-Manager Form of government (or town manager plan) is similar, in many respects, to that of a private corporation, in which the stockholders elect a board of directors which then hires a president to run the company. Under the city manager plan, the voters elect a city council which, in turn, hires a town manager to administer the town's day-to-day operations. Similarly, the elected Council will hire a Head of School who will administer the Academy's day-to-day operations.

Under this configuration, the council serves as the legislative body: sets policy, approves the budget, sets the tax rate, and the extent and cost of municipal and academic services. In short, the council is the final authority on the policy decisions that determine the scope and functions of the town government and the Academy.

The mayor and councilmembers have no administrative duties under the Council-Manager form of government. These responsibilities are vested in the town manager or head of school, who are responsible for hiring staff, directing and managing the programs of the town/academy in accordance with ordinances, rules, and regulations adopted by the council.

The typical town manager in Texas is appointed for an indefinite term and is subject to dismissal by the council at any time except as otherwise prohibited by law. He or she is designated as the chief executive and administrative officer of the town and is accountable to the council for the proper conduct of all municipal operations.

The same is true in the hiring of the Academy's Head of School. They are hired for an indefinite term and are subject to dismissal by the council/board at any time except as otherwise prohibited by law. The Head of School is responsible for all operations of the Academy and is accountable to the council/board for all Academy operations.

The Town Manager and Head of School have the unilateral authority to hire, discipline, and fire the department heads, staff, teachers and coaches. In our organization, the town attorney and municipal judge, are directly hired and/or supervised by the council rather than the town manager. Although the manager's role varies from one city to another, the primary function is to implement the policies established by the council and ensure the city is operated in an economical and responsible manner.

Specific Duties of the Town Manager may include the following:

1. Enforcing all town ordinances, rules, and regulations.
2. Supervising all municipal and shared employees and programs with the academy.
3. Preparing and executing the town's annual budgets for municipal services and town owned facilities.
4. Managing the town's funds and preparing periodic reports that advise the council and the public of the town's financial position.
5. Providing information to the council to facilitate its ability to make informed decisions in the best interests of the town.
6. Preparing council and board meeting agendas and attending all such meetings to serve as a resource to the council and the public.
7. Identifying needs of the community and recommending methodology by which the council may respond to those needs.

Specific Duties of the Head of School may include the following:

1. Enforcing all state and federal rules, and regulations pertaining to operations of the Academy and the education of children.
2. Supervising all academic and shared employees and programs.
3. In conjunction with the Town Manager, preparing and execute the Academy's annual budget.
4. Managing the Academy's funds and working with the Finance Director in preparing periodic reports that advise the council and the public of the Academy's financial

position.

5. Providing information to the council to facilitate its ability to make informed decisions in the best interests of the students.
6. Preparing items, presentations, and back up documentation for the Council/Board meetings and attending all such meetings to serve as a resource to the council/board and the public.
7. Identifying needs of the Academy and the Academy students and recommending methodology by which the council/board may respond to those needs.

SECTION III -AGENDA GUIDELINES AND PROCEDURES

The Open Meetings Act (the "Act") was adopted to help facilitate the public's access to governmental meetings and decision-making processes. "It requires meetings of governmental bodies to be open to the public, liberally construed in favor of open government." (Excerpted from the www.texasattorneygeneral.gov website) The Act prohibits the Town Council/Board of Trustees, boards, and commissions from taking action on or engaging in any discussion regarding an item not listed on the agenda. There will be a section for open citizen comments during each agenda; however, the Council/Board Members are not allowed to engage or interact on the topic with the person speaking during this portion of the meeting.

Quorum of Elected Officials: The Act defines "quorum" as a majority of the governing body for both the Town Council and the Board of Trustees. For example, three members of the five-member Council/Board constitutes a quorum for hearing both municipal and academic matters. Except in certain circumstances, the presence of the Mayor/President is not included in the 'count' for a quorum.

A resident who has been elected to serve as a member of a governing body but whose election has not been certified (or the oath of office administered) is not yet a member of the governing body. Thus, a meeting between two newly elected persons who have not yet taken the oath of office and two serving Council/BOT members is not subject to the Act because no quorum is present. It is also important to note, that a board member may not delegate his or her authority to deliberate or vote to another person, absent express statutory authority to do so.

Regular meetings of the Town Council/Board of Trustees are held on the first and third Monday of each month (pending any conflicts with holiday scheduling). The meetings will begin at the time posted on each respective agenda and may change based on the number of items placed on the agenda for discussions during each session. The location will also be posted for each meeting to allow the public to attend and participate in the local government process.

Consent Agenda Items:

The consent agenda includes items of a routine nature and will generally be approved with one motion. Council/Board Members may ask a question regarding a consent agenda item, speak in opposition to the recommended action, request that their vote show opposition to an item, or may remove an item from the consent agenda and have it considered as a separate item. Any item so removed from the consent agenda shall be considered after other items on the consent portion of the agenda have been heard and voted on.

Executive Session:

Executive Sessions are closed meetings and are permitted for the discussion of items that legitimately fall within the exceptions as stated in the Texas Open Meetings Act:

- Consultation with the Town Attorney to seek advice about pending or contemplated litigation, settlement offer, or other matter as permitted.
- Deliberations regarding the purchase, lease, exchange, or value of real property.
- Deliberations regarding personnel matters.
- Deliberations regarding economic development negotiations.

Future Agenda Item Requests. Any Council/Board member may request an agenda item to be considered for discussion at a future meeting.

- a. The Council/Board member making the request will contact the Town Manager, in writing, with a description of the requested item and the manager will list it on an agenda as a “future agenda item” for consideration by the entire council. The item will be placed on an agenda for consideration within 30 days of the request.
- b. At the agenda meeting where the item will be considered for a future discussion, the requesting Council/Board member shall provide the following information to the Council:
 - I. An explanation of the item being considered
 - II. The item’s relationship to the strategic priorities/objectives of the organization
 - III. The questions the Council member would like to have answered by staff.
- c. If the requesting Council member receives a second after the broader discussion, the Town Manager will place the item on a future agenda workshop or meeting agenda for preliminary discussion by Council. The Council should consider the following in providing direction to staff on the item:
 - I. The necessary staff time it will take to research the prepare the item fo the initial discussion (the Town Manager or Head of School will provide an estimate to the Council/Board)
 - II. The priority of the item in relation to other projects currently in process
 - III. The council shall then provide staff with an estimated month for completion.

Requests for Administrative Inquiry. A Council/Board member may request that the Town Manager or Head of School to investigate a specific topic or subject and report staff's response and findings back to the entire Council by brief email. Administrative inquiries are strictly intended for items that are of interest to the Council/Board as a whole, will require only brief staff time (less than 30 min of research) to investigate and respond, and in the Council's view does not merit time or discussion at a Council meeting.

If the request will take more than a brief amount of time to research and respond, the Town Manager or the Head of School will inform the Council/Board by email and the requesting Council Member will then have the option to submit the request as a Future Agenda Item for consideration by the larger governing board.

Agenda Reports. Reports are prepared by staff and placed on the appropriate Council agenda for informational purposes and will be accepted as presented.

Agenda Preparation by Council. Each Council Member is responsible for being prepared to attend the meetings and discuss the agenda and is encouraged to attend at least one Texas Municipal League or Texas Charter School sponsored conference each year to stay informed on issues facing municipalities and charter schools. It is the responsibility of Council/Board members to be informed about action taken by the Council/Board in their absence. Each individual Council/Board member is responsible for scheduling a discussion with the Town Manager and/or the Head of School to receive an update on information that was discussed at any missed meeting. Whenever possible, this update should occur prior to the next regularly scheduled Council meeting to ensure each Council Member is receiving timely information and engaged in the process of governance for the community. The Town Manager will send out a preliminary agenda to be reviewed by Council members a minimum of 4 days before a scheduled meeting. The Town Manager will also call each Council Member to discuss the final agenda and receive questions before each scheduled meeting. Council Members are encouraged to contact the Town Manager and/or Head of School with any questions on agenda items prior to the meeting to ensure that staff is prepared to answer questions during the meeting.

General Rules of Order

1. When addressing an agenda item, the Council/Board member shall first be recognized by the Mayor/President, confine themselves to the question under debate, avoid reference to personalities, and refrain from impugning the integrity or motives of any other Council/Board member or staff member in their argument or vote.
2. In the absence of a ruling by the Mayor/President on any procedural matter, a Council/Board member may move to change the order of business or make any other procedural decision deemed appropriate. The affirmative vote of a majority of the Council/Board members present and voting shall be necessary to approve the motion.
3. Any Council/Board member may appeal to the Council/Board as a whole from after any ruling by the Mayor/President. If the appeal is seconded, the person making the appeal

may make a brief statement and the Mayor/President may explain their position, but no other member may speak on the motion. The Mayor/President will then put the ruling to a vote.

4. Any Council/Board member may ask the Mayor/President to enforce the rules established by the Board. Should the Mayor/President fail to do so, a majority vote of the Council/Board members present shall require the Mayor/President to do so.
5. When a Council/Board member is appointed to serve as liaison to an affiliate board, the Council/Board member is responsible for keeping all Council/Board members informed of significant activities. The Town Manager, Head of School or their designee is required to attend affiliate board meetings pertaining to the operations of the Town or Academy respectively.
6. As much as practicable, Council/Board agendas, particularly workshop meetings, should be centered on the Council's/Board's strategic plans and related policy matters. To achieve that end, the Town Manager and Head of School and their staff will work to facilitate that focus.

Section IV - Council/Board and Media Relations

Since the democratic form of government is only successful when the citizens are kept informed and educated about the issues facing their municipality, it is imperative the media play an important role in the council-manager-media relations. It is through an informed public that progress is insured and good government remains sensitive to its constituents. These guidelines are designed to help ensure fair relationships with print, radio, and television reporters. The Council, the Town Manager and the Head of School recognize that the news media provides an important link between the Council/Board and the public. It is the desire of the Council/Board to establish a professional working relationship with the media to help maintain a well informed and educated citizenry.

1. During the conduct of official business, the news media shall occupy places designated for them or the general public.
2. All reporters will have access to an agenda and will be furnished support material needed for clarification if requested.
3. To preserve the decorum and professionalism of Council/Board meetings, the media are requested to refrain from conversing privately with other people in the audience and to conduct any interview with the public outside the meeting room while the Council/Board is in session.
4. Since each government body conducts business differently, it is requested that all reporters new to Council/Board meetings meet with the Town Manager, the Head of School, Mayor/President, or the designated media relations representative prior to covering their

first meeting to be informed of the policies and procedures and to help foster a professional working relationship between the media reporter and the Town.

5. On administrative matters, the Town Manager or the Head of School is the spokesperson, unless they have appointed a media relations person to present staff information on the agenda.
6. The Mayor/President, or their designee, is the primary spokesperson for the Town/ Academy on matters regarding policy decisions or any Council information pertaining to issues on the agenda. To ensure fair treatment of an issue, any clarifications requested by the media on an agenda item or other issue should be addressed after the meeting. When opposing positions have been debated, regardless of the outcome, the public is better informed when all sides have adequate coverage by the media. This lets the public know that the item was seriously debated options discussed before a vote was taken and helps build confidence in the democratic process.
7. The Town of Westlake Council/Board is made up of five (5) Council Members and a Mayor/President, each elected by the residents of Westlake. In respect to each Council Member and their constituents, the member's views as presented on an issue before the Council should provide equitable representation from all members. Even though Council Members may express differing ideas, equitable representation helps promote unity of purpose by allowing the public to be informed of each member's position during their term of office.

Section V – Violations of this Policy

Upon the receipt of a written and sworn complaint against the Mayor/President of any Council/Board member, the Council/Board shall set a time and place for a hearing to discuss the complaint. The respondent (the person that the complaint is brought against) shall be given a copy of the written and sworn complaint and notice of the time and place for the hearing.

The respondent shall be given an opportunity to be heard, present evidence and additional testimony from witnesses at such a hearing. Upon conclusion of the hearing, the Mayor/President and Council/Board members (excluding the respondent) shall decide by majority vote if there has been a violation(s) of this Policy, and determine the type of discipline. The Mayor/President and Council/Board members (excluding the respondent) shall have the following options against the respondent:

1. A finding that no violation exists;
2. Issue a public reprimand;
3. Issue a public censorship; or
4. In accordance with Texas Local Government Code Section 22.077, upon a finding of incompetency, corruption, misconduct, or malfeasance in office, remove the respondent from his/her municipal office.