City of Foster City/Estero Municipal Improvement District  
**Code of Conduct**  
for Elected and Appointed Officials

The purpose of this policy is to assure that all Foster City/Estero Municipal Improvement District (City/District) elected and appointed officials, while exercising their office, conduct themselves in a manner that will instill public confidence and trust in the fair operation and integrity of City/District government and that the highest standards of respect and integrity are upheld between and among elected and appointed officials and in their treatment of City/District staff and constituents in any public setting.

**CONDUCT GUIDELINES GENERALLY**

1. Elected and Appointed Officials shall comply with the laws of the nation, the State of California, and the City/District in the performance of their public duties. These laws include, but are not limited to: the United States and California constitutions; the code and ordinances of the City of Foster City and Estero Municipal Improvement District; laws pertaining to conflicts of interest, election campaigns, financial disclosures, employer responsibilities, and open processes of government; and City/District policies.

2. All elected and appointed officials shall always act in the public interest. As required by law, they must complete, within the time period required and provide documentation of completing, State mandated ethics training as required by Government Code Section 53235 and are expected to perform their duties as set forth in the government code.

3. In all cases, elected and appointed officials’ common goal to preserve and protect the present and the future of the community shall be acknowledged even when individuals may not agree on an issue. 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.

**SETTING AGENDAS**

1. The City/District Manager determines, in consultation with the Mayor/President, which items are placed on the City Council/ District Board’s meeting agendas and the timing for scheduling such items. An individual City Council/District Board Member’s request for an item to be placed on the agenda will be agendized to ask the full City Council/District Board if time should be spent on preparing a full report on the proposed agenda item.

2. City/District elected and appointed Members should attempt to communicate questions, corrections, and/or clarifications about reports requiring official action to staff prior to meetings; however, this does not preclude Members from asking questions at Meetings.

3. Agenda items for City/District advisory bodies must originate with the City Council/District Board or from City/District staff. The City/District Staff Liaison will consult with the Chair of the advisory body or both Members of City Council Subcommittees to determine which items are placed on the meeting agendas of these groups.
4. All work undertaken by a City Council Subcommittee must originate with the City Council and all actions of City Council Subcommittees shall be reported to the City Council.

MEETING DECORUM

1. All City/District elected and appointed Members must recognize the Presiding Officer of the Meeting. It is the Presiding Officer’s responsibility to maintain order among the elected/appointed Members and the public. Members must preserve order and decorum while in session as outlined in Foster City Municipal Code Section 2.08.190, Rules of Debate, and 2.08.250, Rules of Decorum. No Member, by conversation nor otherwise, may delay or interrupt the proceedings nor disturb any Member while speaking nor refuse to obey the orders of the Presiding Officer.

2. If there is disagreement about the agenda or the Presiding Officer’s actions, those objections should be voiced politely and with reason, following procedures outlined in parliamentary procedure identified in Foster City Municipal Code Section 2.08.190, Points of Order.

3. Members shall remain in their assigned seats and shall not leave the meeting place during a meeting without first obtaining the permission of the Presiding Officer.

4. Debate must be accomplished with civility and decorum and without offensive personal comments to other Members. Difficult questions, tough challenges to a point of view, and criticism of ideas and information are recognized as legitimate elements of debate. Belligerent, personal, impertinent, slanderous, threatening, abusive, or disparaging comments are not recognized as appropriate elements of free debate.

5. Elected and appointed Members who are personally offended by the remarks of another Member, may make note of the actual words used and call for a "point of personal privilege" that challenges the other Member to justify or apologize for the language used. The Presiding Officer will maintain control of this discussion.

6. All elected and appointed Members should utilize effective problem solving approaches on issues to find common ground and seek a solution that focuses on underlying interests and benefits the community as a whole. Decisions of the body shall be based upon the merits and substance of the matter at hand.

7. It is the responsibility of elected and appointed Members to publicly share substantive information that is relevant to a matter under consideration that they have received from sources outside of the public decision-making process prior to taking action on the matter.

8. As a matter of respect, elected and appointed Members are encouraged to use formal titles, such as Mayor, Vice Mayor, President, Vice President, Councilmember, Chair, Vice Chair or Mr./Ms., followed by the individual’s last name.

9. Elected and appointed Members assigned to any City/District or regional committee or board shall attend all meetings of the body to which assigned or arrange for the assigned alternate to attend in their place. Failure to comply may result in removal from said committee, commission, or board.
CONDUCT TOWARD THE PUBLIC

1. At public meetings, elected and appointed Members must treat the public with respect by actively listening to speakers, asking for clarification, if needed, through the Presiding Officer and avoiding debate and argument with the public.

2. Only the Presiding Officer, not individual Members, may interrupt a speaker during a presentation, although a Member can ask the Presiding Officer for a point of order if the speaker is off the topic or exhibiting unacceptable behavior or language.

3. No partiality, prejudice or disrespect should be evident on the part of any elected or appointed Members toward an individual participating in a public forum. Every effort should be made to be independent, fair, impartial and open minded in receiving public testimony. Decisions should be reserved until all applicable information has been presented.

4. The Presiding Officer shall determine and announce time limits on public testimony. These limits shall be implemented in a fair and impartial manner.

5. Any person who willfully interrupts a meeting so as to render orderly conduct of the meeting infeasible may be removed and, if order cannot be restored, the meeting may proceed pursuant to procedures outlined in Government Code Section 54957.9 and Foster City Municipal Code Section 2.08.250(C).

CONDUCT TOWARD STAFF

1. Elected and appointed Members must treat staff as professionals and recognize that poor behavior toward staff is not acceptable.

2. Publicly criticizing a staff member is not acceptable conduct. Concerns about staff performance or decorum shall be brought to the Mayor/President or City/District Manager in a non-public setting.

3. Elected and appointed Members may not interfere in the administrative functions of the staff. The City/District Manager is recognized as the appropriate respondent for staff concerns. Elected and appointed Members should not:
   - Disrupt City/District staff while they are in meetings, on the phone, or engrossed in performing their job functions in order to have their individual needs met.
   - Attend internal staff meetings or meetings between City/District staff and third parties unless invited by City/District staff or directed by the City Council/District Board to do so.
   - Direct the City/District Manager to initiate any action, change a course of action, or prepare any report without the approval of the City Council/District Board.
   - Interfere with the appointment by the City/District Manager of any of the department heads or any person to any office or employment, nor with the City/District Manager’s power to remove any of those persons.
   - Give orders to any subordinate of the City/District Manager, either publicly or privately.
4. Elected and appointed officials should not seek to establish a personal attorney-client relationship with the City/District Attorney, including his or her staff and attorneys contracted to work on behalf of the City/District. The City/District Attorney represents the City/District and not individual elected and appointed Members.

CITY COUNCIL/DISTRICT BOARD MEMBER CONDUCT WITH BOARDS, COMMITTEES AND COMMISSIONS

1. Typically, City Council/District Board Member questions regarding action by a Board, Committee or Commission should be addressed to the Staff Liaison through the City/District Manager.

2. Any comments by a City Council/District Board Member at a Board, Committee or Commission meeting as a member of the public should be clearly made as individual opinion and not a representation of the feelings of the entire City Council/District Board. Comments as the City Council Liaison to the committee may appropriately represent the views of the City Council as a whole.

3. It is inappropriate for a City Council/District Board Member to contact a Board, Committee or Commission Member to lobby on behalf of an individual, business, or developer, and vice versa.

4. City Council/District Board Members are admonished to respect that Boards, Committees and Commissions serve the community, not individual City Council/District Board Members.

REPRESENTATION TO THE PUBLIC

1. This section applies to the representation of elected and appointed Member’s opinions in a public setting of any type, including in-person, media interviews and all social media accounts.

2. California Government Code Section 54954.2 requires that elected and appointed Members limit their engagement with the public who make statements on non-agendized topics during the Public Comment period to clarifying questions or providing information. All other responses to Public Comments should be directed to City/District Staff or other elected and appointed Members (such as referring items to City/District Staff or requesting through the Presiding Officer to agendize items for consideration at a future meeting). Members may choose to make factual corrections at the conclusion of Public Comment, after the commenter has left the podium.

3. Clear, honest communication that respects the abilities, experience, and dignity of each individual is expected.

4. Elected and appointed Members are encouraged to communicate respectfully and civilly as befits their position when engaging the community. Comments that contain vulgar language, personal attacks of any kind, or offensive comments that disparage or discriminate on the basis of
protected classes such as race, color, age, ancestry, religion, national origin, pregnancy and perceived pregnancy, sex/gender, military status, sexual orientation, genetic information/characteristics, marital status, medical condition (including cancer or record or history of cancer or AIDS/HIV status, or mental or physical disability should never be part of an elected or appointed Member’s posts.

5. Personal statements should always be held to the highest standard of accuracy and can be used to assist with clarification and correction of information understood by the public.

6. To the best of their ability, elected and appointed Members shall represent the official policies and positions of the body when communicating in public. If presenting their personal opinions or positions publicly, elected and appointed Members shall explicitly state they do not represent the City/District.

CITY COUNCIL/DISTRICT BOARD SUBCOMMITTEES

1. The City Council/District Board may organize itself into standing and/or special/ad hoc committees of the City Council/District Board to facilitate City Council/District Board review and action regarding certain matters referred to them by the City Council/District Board.

2. The City Council/District Board may create or dissolve standing committees at any time by the affirmative vote of a majority of the City Council/District Board.

3. The Mayor annually appoints Members to standing City Council Subcommittees.

4. If permitted by the Ralph M. Brown Act, other Members of the City Council not assigned to a committee may attend meetings of a committee, as an observer, however, they shall be seated with the audience and may not participate in any manner or address the committee.

REPORTING AND INVESTIGATION

1. Reporting

   • Members of the public, including Members of Commissions or Committees, the City/District Manager and the City/District Attorney, should report violations of this policy to the Mayor/President. If a complaint involves the Mayor/President, it should be reported to the Vice Mayor/Vice President.
   • City/District staff should report violations of this policy to the City/District Manager, who will consult with the Mayor/President or Vice Mayor/Vice President. If the complaint involves the City/District Manager, it should be reported to the Mayor/President.
   • City Council/District Board Members should report violations of this policy to the Mayor/President. Violations of the Brown Act should be reported to the City/District Manager or City/District Attorney. If the complaint involves the Mayor/President, it should be reported to the Vice Mayor/Vice President.

2. Upon report of a written complaint, the City/District Manager and City/District Attorney will join the Mayor/President or Vice Mayor/Vice President as an evaluation committee to determine the validity of the complaint and an initial course of action. If the City/District Manager or City/District
Attorney is the complainant, the longest serving uninvolved City Council/District Board Member
will replace the City/District Manager or City/District Attorney on the evaluation committee.

3. Within seventy-two (72) hours of receipt of the complaint by the Mayor/President or Vice
Mayor/Vice President, the Member in question shall be notified of the reported complaint by the
Mayor/President or his/her designee. The notification shall include a copy of the written
complaint and supporting documentation, the identity of the complainant and nature of the
complaint.

4. If the majority of the Committee agrees that the reported violation is without substance, no
further action will be taken.

5. If the reported violation is deemed valid but minor in nature, the Mayor/President or Vice
Mayor/Vice President shall counsel and, if appropriate, admonish the elected or appointed
Member privately to resolve the matter.

6. If the reported violation is considered to be serious in nature, the matter shall be referred to
outside legal counsel selected by the Committee for the purpose of conducting an initial interview
with the elected or appointed Member. The outside counsel shall report his/her initial findings
back to the Committee and either (1) recommend that the elected or appointed Member be
exonerated based on a finding that the investigation did not reveal evidence of a serious violation
of the Code of Conduct, or (2) recommend disciplinary proceedings based on findings that one or
more provisions of the Code of Conduct or other City/District policies have been violated. In the
latter event, the report shall specify the provisions violated along with the facts and evidence
supporting each finding.

7. Where the decision is to refer the matter to the City Council/District Board, a copy of the full
report, including documents relied on by the investigator shall be provided with the notification,
and a copy of both shall be provided to the whole City Council/District Board. Investigative
findings shall be presented to the City Council/District Board at a public hearing. The rules of
evidence do not apply to the public hearing. It shall not be conducted as an adversarial
proceeding.

8. Elected and appointed Members who intentionally and repeatedly fail to abide by the Code of
Conduct may be publicly admonished, formally censored by the City Council/District Board, lose
committee assignments or other privileges.

9. Parties to the complaint shall not be subjected to harassment, intimidation, threats, coercion,
discrimination, or any form of reprisal, because they have reported, in good faith, an ethics,
compliance or related concerns; or assisted or participated in an ethics, compliance or related
investigation or proceeding, even if subsequently it is found that there is insufficient evidence to
support the report.

IMPLEMENTATION

1. The Code of Conduct is intended to be self-enforcing and is an expression of the standards of
conduct for all elected and appointed Members.
2. In order to ensure that elected and appointed Members are thoroughly familiar with this Code and embrace its provisions, this document shall be included in the regular orientations for candidates for City Council/District Board, City/District Treasurer, City/District Clerk, applicants to Board, Committee and Commissions, and newly elected and appointed Members. Elected and appointed Members entering office shall sign a statement acknowledging they have read and understand the Code of Conduct.

3. The Code of Conduct shall be periodically reviewed by the City Council/District Board and updated as necessary.

ETHICS STANDARDS FOUND IN LAW

1. The provisions in this section are found in various state and federal law and are provided as a reminder for elected and appointed Members.

2. Conduct public deliberations and processes openly, unless legally confidential, in an atmosphere of respect and civility.

3. The City/District operates under a Council-Manager form of government. Accordingly, Members of the City Council/District Board are elected at-large, provide legislative direction, set City/District policy, and ultimately answer to the public. The City/District Manager serves as the City/District’s chief administrative officer and is responsible for directing the day-to-day operations of the City/District and implementing policy direction.

4. Elected and appointed Members act as a body. Policy is established by majority vote. A decision of the majority binds the body to a course of action. The majority may be a majority of the quorum of the body.

5. No City Council/District Board Member has extraordinary powers beyond those of other Members (except as may otherwise be provided in State law). All Members, including the Mayor/President, have equal powers.

6. No Member of the City Council/District Board is permitted to hold any other City/District office or City/District employment.

7. Legislative actions by the City Council/District Board can be taken by means of ordinance, resolution, or minute action duly made and passed by the majority (unless otherwise provided).

8. Per Foster City Municipal Code Section 2.08.208, City Council/District Board Members may request that an abstract of their statements be entered into the minutes and the statement will be entered if the Council/Board consents. City Council/District Board Members may also state for the record their reason for dissenting on an item per Foster City Municipal Code Section 2.08.210.

9. Actions of the City Council/District Board concerning confidential property, personnel, and/or legal matters of the City/District are to be reported consistent with State law.

10. Elected and appointed Members may teleconference into an official meeting of their body if outside the City/District for personal reasons, business purposes, or if they are ill.
11. City Council/District Board Member Conflict of Interest

- In order to assure their independence and impartiality on behalf of the public good, City Council/District Board Members are prohibited from using their official positions to influence government decisions in which they have a financial interest or where they have an organizational responsibility or a personal relationship that would present a conflict of interest under applicable State law.

- City Council/District Board Members shall not take advantage of services or opportunities for personal gain or to promote personal business by virtue of their public office that are not available to the public in general.

- City Council/District Board Members shall respect and preserve the confidentiality of information provided to them concerning the confidential matters of the City/District. They must neither disclose confidential information without proper legal authorization nor use such information to advance the personal, financial, or private interests of themselves or others.

- In keeping with their role as stewards of the public interest, City Council/District Board Members shall not appear on behalf of the private interests of a third party before the City Council/District Board or any board, commission, or committee or proceeding of the City Council/District Board, except as permitted by law.
RESOLUTION NO. 2020-116

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF FOSTER CITY ADOPTING
A CODE OF CONDUCT FOR FOSTER CITY ELECTED AND APPOINTED OFFICIALS

CITY OF FOSTER CITY

WHEREAS, the City Council/EMID Board of Directors wishes to establish a Code of Conduct to ensure that all elected and appointed officials have a clear and common vision of the norms, rules, and responsibilities or proper practices within the organization; and

WHEREAS, if all members manifest these practices in their attitudes and behavior, officials, while exercising their office, will conduct themselves in a manner that will instill public confidence and trust in the fair operation and integrity of the City’s governance.

NOW, THEREFORE, BE IT RESOLVED that the City Council of the City of Foster City does hereby adopt a Code of Conduct for Foster City elected and appointed officials.

PASSED AND ADOPTED as a resolution of the City Council of the City of Foster City at the regular meeting held on the 2nd day of November, 2020, by the following vote:

AYES: Councilmembers Froomin, Gehani, Hindi, and Mayor Mahanpour

NOES: None

ABSENT: Councilmember Awasthi

ABSTAIN: None

CATHARTINE MAHANPOUR, MAYOR

ATTEST:

PRISCILLA SCHAU, CITY CLERK
RESOLUTION NO. 3543

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE ESTERO MUNICIPAL IMPROVEMENT DISTRICT ADOPTING A CODE OF CONDUCT FOR ELECTED AND APPOINTED OFFICIALS

ESTERO MUNICIPAL IMPROVEMENT DISTRICT

WHEREAS, the City Council/EMID Board of Directors wishes to establish a Code of Conduct to ensure that all elected and appointed officials have a clear and common vision of the norms, rules, and responsibilities or proper practices within the organization; and

WHEREAS, if all members manifest these practices in their attitudes and behavior, officials, while exercising their office, will conduct themselves in a manner that will instill public confidence and trust in the fair operation and integrity of the District’s governance.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Estero Municipal Improvement District does hereby adopt a Code of Conduct for elected and appointed officials.

PASSED AND ADOPTED as a resolution of the Board of Directors of the Estero Municipal Improvement District at the regular meeting held on the 2nd day of November, 2020, by the following vote:

AYES: Directors Froomin, Gehani, Hindi, and President Mahanpour

NOES: None

ABSENT: Director Awasthi

ABSTAIN: None

CATHERINE MAHANPOUR, PRESIDENT

ATTEST:

PRISCILLA SCHAUS, DISTRICT SECRETARY