

**RED WING CHARTER COMMISSION
BYLAWS**

March 31, 2021

ARTICLE I - THE COMMISSION

Section 1. Name of Commission. The name of the Commission is the “Red Wing Charter Commission” (referred to herein as the “Commission” or “Charter Commission”).

Section 2. Purpose. The Commission is established pursuant to Article XII Section 5 of the Constitution of the State of Minnesota, Section 410.05 of the Minnesota Statutes and Charter of the City of Red Wing. These Bylaws are enacted pursuant to Minnesota Statutes, section 410.05, subd. 2. The purpose of the Commission is to consider and recommend amendments, revisions and restatements to the Charter of the City of Red Wing and to perform such other duties as required in accordance with the Constitution and Laws of the State of Minnesota, these Bylaws and rules of the Charter Commission.

Section 3. Office of Commission. The offices of the Commission are at the Red Wing City Hall for purposes of official Commission business.

Section 4. Members. The Commission shall be composed of not less than 7 nor more than 15 members.

Section 5. Qualification and terms of Members. Minnesota Statutes, section 410.05 establishes qualifications, terms, and method of appointment of Commission members.

Section 6. Nomination and Appointment of Members. In accordance with Section 410.05 Subd. 3 of the Minnesota Statutes, the City Council and the Commission may submit names of eligible nominees for the District Court for the First Judicial District to consider in making appointments to the Charter Commission. Of the fifteen (15) Members’ chairs available on the Commission, the Commission may recommend appointment for eight (8) chairs and the City Council may recommend appointment for the remaining seven (7) chairs in accordance with the “Charter Commission Term” document attached to these Bylaws. Members’ terms shall be staggered so that approximately one-third of the terms of Members shall expire each year. Members shall be nominated by the City Council or the Commission to fill a particular term in accordance with the “Charter Commission Term” document attached to these Bylaws. At least four (4) months prior to the expiration of any seat on the Commission, the Chair shall notify the City Clerk the names of the incumbents and their expiration of office date so that the Clerk may publicize the availability of openings on the Commission together with a summary of the application process. The Chair shall also notify the affected incumbents. Pursuant to Minnesota Statutes, section 410.05, the Chief Judge of the First Judicial District shall make the final decision for appointment of the nominated

candidates. Members may serve no more than two (2) consecutive terms without having at least a one (1) year break in service on the Commission. Members appointed to serve a partial term of less than twenty-four (24) months may serve the remainder of the partial term and then an additional two (2) consecutive terms without having at least at one (1) year break in service.

Section 7. Other Members. In addition to Members nominated by the City Council and the Commission and appointed by the Chief Judge of the First Judicial District, the Commission may also have members who are members of the Charter Commission as a result of holding another elected or appointed position, including a member of the City Council who is liaison to the Commission and one or more members of City staff liaisons. All such Members may participate in discussion, but shall not be entitled to vote.

Section 8. Removal. Members may be removed from office in accordance with Minnesota Statutes, section 410.05 Subd 2.

Section 9. Vacancies. Vacancies in the Commission shall be filled as provided in Minnesota Statutes, section 410.05 Subd 3.

ARTICLE II – OFFICERS

Section 1. Officers. The officers of the Commission are Chair, Vice-Chair and Secretary, and the officers shall perform the duties required by law or specified in these Bylaws. The staff liaison from the City of Red Wing shall serve as the secretary of the Commission, but shall not be entitled to vote.

Section 2. Chair. The Chair shall call the regular meetings of the Commission, prepare the agenda, preside at all meetings, oversee the implementation of the decisions of the Commission and act as the primary liaison with City staff. The Chair retains all the rights and responsibilities held as a member of the Commission including the right to vote. The Chair shall submit to the Commission for its approval at its annual meeting an annual report summarizing the activities and accomplishments of the Commission for the preceding calendar year. The annual report to the Commission may contain the Chair's recommendation for Commission activities for the ensuing year.

Section 3. Vice-Chair. The Vice-Chair shall perform the duties of the Chair during the Chair's temporary absence, and shall perform such duties during the vacancy of that office until the Commission elects a new Chair.

Section 4. Secretary. The Secretary shall maintain the records, record the minutes and votes at each meeting, and submit approved minutes and relevant materials to the City Clerk for the purpose of maintaining a permanent record for public review. The Commission may designate by majority voice vote an Assistant Secretary from the Charter Commission membership whose duties shall be to assist the Secretary, and to perform the duties of Secretary in the event of the absence of the Secretary.

Section 5. Compensation; Expenses. Minnesota Statutes, section 410.06 provides that members of the Commission shall receive no compensation, and specifies the amount and kind of expenses allowed.

Section 6. Additional Duties. The officers of the Commission shall perform such other duties and functions as may from time to time be required by the Commission.

Section 7. Elections. The Chair and Vice-Chair shall be elected from among the members of the Commission for a one (1) year term at its annual meeting and shall hold office until their successor is elected. The Chair shall conduct the election. Officers shall be declared elected and qualified by a simple majority vote of those present and voting. Newly elected officers shall take office immediately.

Section 8. Vacancies. A vacancy in the office of Chair or Vice-Chair, including a vacancy pursuant to Minnesota Statutes, section 410.05, shall be filled by a special election by the Commission at its next meeting with the elected successor serving the unexpired term of office.

Section 9. Partial Term. Should a member not finish his or her term on the Commission, the Chair shall notify the City Clerk of that opening immediately to allow for prompt filling of that position. Following notification of the City Clerk, the Chair shall follow the appointment process for any openings on the Commission and shall ensure that the proper and timely notification be given to the new and/or returning members following their appointment to the Commission. The member appointed to fill the remaining part of this term is eligible to serve two (2) full terms after the first partial term.

Section 10. Resignations. Persons resigning shall submit a written resignation to the Commission on or before the next scheduled meeting. Upon such resignation the vacancy shall be filled by the Chief Judge of the First Judicial District in accordance with the terms of these Bylaws.

ARTICLE III - MEETINGS

Section 1. Annual Meeting. The Charter Commission shall meet in May or June each year to elect officers, approve an annual report, review any newly enacted legislation that may affect the Charter, and conduct any other business. A schedule of regular meetings may also be adopted. All meetings shall be held in the Red Wing City Hall unless meeting notices state otherwise. All meetings shall comply with the Minnesota Open Meeting Law (Minnesota Statutes, Chapter 13D).

Section 2. Special Meetings. The Chair or any two (2) members of the Commission may call a special meeting to transact any business stated in the meeting notice in accordance with state law. Notice of the special meeting shall state the time, date, place and business to be conducted at the special meeting. Notices may be delivered via electronic mail or first class mail to the member's designated mailing address at least

three (3) working days prior to the special meeting. The business to be considered at special meetings shall be limited to that stated in the meeting notice.

Section 3. Quorum. The powers of the Commission shall be vested in the members thereof. A majority of qualified members shall constitute a quorum for the purpose of conducting the Commission's business and exercising its powers and for all other purposes, but a smaller number of members may adjourn from time to time.

Section 4. Order of Business. The Commission may use the following order of business at its meetings:

1. Call to Order
2. Pledge of Allegiance
3. Motion to Excuse Absent Commission Members
4. Approval of Agenda
5. Approval of Prior Meeting's Minutes
6. Public Comment Period
7. Unfinished Business
8. New Business
9. Set Date for Next Meeting
10. Adjournment

The business of a special meeting shall be limited to the stated purpose of the special meeting.

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Charter Commission in all cases where they are applicable and in which they are not inconsistent with these bylaws, any special rules of order the Charter Commission may adopt, or statute.

Section 5. Manner of Voting. The voting on all questions coming before the Commission shall be recorded in the minutes. The votes on resolutions, unless unanimous, shall state the number of "ayes" and "nays" and "abstentions". When a quorum is in attendance, action may be taken by the Commission upon a vote of the majority of the members present unless another provision of these by-laws specifically states otherwise.

Section 6. Committees. The Commission may establish and appoint committees. Each committee must designate a Chair.

Article IV - Amendments

Section 1. Amendment Procedure. The Commission Bylaws may be amended by a resolution, made in writing, and adopted by two-thirds of the duly appointed members of the Commission. The Secretary shall number each amendment, note the date of adoption, and have it posted publicly online.

Section 2. Records. The Secretary shall ensure that each member received a copy of the City Charter and the Commission Bylaws. The City Charter, the Charter Commission Bylaws and the Charter Commission minutes shall be kept on file at the City Offices, posted publicly online, and made available for public review.

Article V – Adoption of Charter Amendments

Section 1. Method of Adoption. Amendments to the Charter may be adopted as provided in Minnesota Statutes, section 410.12.