



## Bylaws of the Shorewood City Council

October 14, 2025

**I. PURPOSE**

The Members of the Shorewood City Council have determined that it is beneficial to adopt a set of bylaws to establish the policies and practices the council will follow in conducting the business of the City. In adopting these bylaws, the council intends to establish its procedures, outline member expectations, and promote good governance for the City of Shorewood.

**II. AUTHORITY**

City councils are authorized to adopt rules of procedure and provide for order at their meetings pursuant to Minn. Stat. § 412.191, subd. 2. This document does not supersede any laws or ordinances.

**III. ROLES AND RESPONSIBILITIES OF COUNCIL MEMBERS**

**a. Duties**

Council members' statutory duties shall be performed by the council *as a whole*. As individuals, council members have no administrative authority. The Council's statutory duties are to formulate policies, enter into contracts, attend meetings and vote, supervise administrative officers and affairs, and exercise city powers. Staff<sup>1</sup> direction shall be directed through the city administrator to ensure consistency with council direction, compliance with city policies, and regard for organizational structure.

**b. Mayor's Duties**

The mayor's duties and obligations are the same as those of other council members. However, the mayor presides over meetings, represents the city and its policies, performs ceremonial duties, executes official ministerial documents, and carries out other statutory duties, including declaring local emergencies.

**c. City Staff**

The council is a policy-making body. It will rely on its professional staff and consultants to administer the ministerial affairs of the City in alignment with council direction, provide options and recommendations in the formulation of policy, and to implement council directives.

**d. Meetings**

Council members are expected to prepare for and participate in council meetings and other board meetings.

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<sup>1</sup> The term staff means personnel directly employed by the City, contracted personnel, and consultants.

#### **IV. STANDARDS OF CONDUCT**

##### **a. Purpose**

This code of conduct outlines appropriate behaviors and interactions of council members with each other, staff, and residents that council members agree to abide by. It does not supersede any statutory or constitutional rights or obligations of council members.

##### **b. Public Interest**

The council shall work for the common good of the residents of Shorewood and not for any private or personal interest. The council will conduct business in a civil, efficient, and cooperative manner. Members will listen intentionally, weigh all viewpoints, and consider matters thoroughly.

##### **c. Respect**

Members will strive to work collaboratively with one another, staff and residents to achieve the best outcome for Shorewood, recognizing that decisions will not always be unanimous. Members will treat all persons and matters appearing before the council in a fair, respectful and equitable manner.

##### **d. Preparation**

Members are expected to be prepared for council meetings and work sessions. Questions or concerns should be provided to staff ahead of a meeting so that responses can be provided to assist the council in its deliberations. Members will strive to learn and understand city processes, applicable laws, and community issues. The council supports annual attendance at the League of Minnesota Cities Elected Officials Training.

##### **e. Council Assignments**

Board<sup>2</sup> assignments are made at the first regular council meeting of the year. Members are expected to regularly attend the board meetings they are assigned to and adhere to the policies established by the specific board, commission or committee as well as those established by the council.

##### **f. Ex Parte Communications and Due Process**

Because the council may function in a quasi-judicial capacity, ex parte communications are prohibited to protect the city and the council member personally from a legal challenge.

Ex Parte communication means a private communication with a member of the public directed to the merits or outcome of an official city proceeding. To ensure

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<sup>2</sup> The term board applies to boards, commissions, committees, task forces, etc.

due process, members will consider testimony and facts only at meetings open to the public to ensure council decisions are made consistent with the public interest and without improper influence. Procedural interactions with no bearing on the outcome of a proceeding are not considered ex parte communications.

**g. Conflict of Interest**

A member having a conflict of interest shall inform the City Administrator of the conflict as soon as possible. A member prevented from voting because of a conflict of interest must refrain from debate and voting and shall leave the chambers during debate and voting on the issue.

**h. Gifts to Members**

Members may not receive gifts from a person or entity with an interest in a matter the council may consider.

**i. Communication**

All council members shall receive the same information at the same time when deemed for distribution by staff.

**j. Coordination with City Staff**

City staff shall be involved when members meet with representatives from other entities regarding specific city interests to ensure support and provide guidance.

**k. Confidential Information**

Council members shall respect and preserve confidential information provided to them concerning matters of the city, such as personnel or legal information. They shall neither disclose confidential information without proper legal authorization nor use such information to advance their personal, financial or private interests.

**l. Compliance**

It is the responsibility of the council to apply and manage its Standards of Conduct. Enforcement of the standards may range from a member simply noting a concern and requesting its correction to a formal investigation and sanction of a member by the full council.

**m. Open Meeting Law**

The Minnesota Open Meeting Law, Minn. Stat. Chapter 13D, generally requires that all meetings of public bodies be open to the public. Members must be careful not to discuss in a quorum or through serial communications City

business outside of noticed meetings, including in person, or via phone, email, messaging, or social media.

In keeping with the intent of the Minnesota Open Meeting Law, members shall not use any form of electronic communications technology to communicate with one another or third parties during a public meeting in a manner that is hidden from public view.

## **V. COUNCIL MEETINGS**

### **a. Quorum**

A simple majority (three members) of the council shall constitute a quorum for the valid transaction of any scheduled business to come before the council.

### **b. Seating**

Council members shall occupy the chairs assigned to them by the presiding officer. The mayor will be seated in the middle of the dais. Generally, newer council members will be seated to the right-hand side of the dais.

### **c. Meeting Location**

All meetings, including special, recessed, and continued meetings, shall be held in the Shorewood City Council Chambers, unless otherwise designated, pursuant to Minn. Stat. § 13D.04, subd. 2.

### **d. Virtual Meetings**

The council may offer to the public, staff, consultants, or members the option to attend a meeting virtually, pursuant to the requirements of Minn. Stat. § 13D.02 and 13D.021. Absent an unforeseen event, members wishing to participate in a meeting virtually should notify the City Administrator by noon on the Wednesday preceding the meeting so the proper notice can be posted.

### **e. Organizational Meeting**

The council will conduct its organizational meeting concurrent with the first regular council meeting in January of each year to:

- i. Appoint an acting mayor pursuant to Minn. Stat. § 412.121.
- ii. Select an official newspaper pursuant to Minn. Stat. § 412.831.
- iii. Select official depositories for city funds. This must be done within 30 days of the start of the city's fiscal year pursuant to Minn. Stat. §§ 427.01.02; 118A.02, subd 1; 427.09.
- iv. Review council's bylaws and make any needed changes.
- v. Approve committee and liaison duties to members.
- vi. Approve official bonds that have been filed with the clerk.
- vii. Set the regular meeting schedule for the year.

**f. Meeting Schedule**

Regular meetings of the city council shall typically be held on the second and fourth Mondays of the month at 7:00 PM.

**g. Agenda Order**

Regular meeting agendas will generally have the following structure:

- 1) Convene the Meeting
  - a. may include the Pledge of Allegiance, roll call, and review and adoption of the agenda
- 2) Consent Agenda
  - a. may include approval of minutes, claims, and other matters anticipated to not need discussion.
- 3) Public Comment Period (Matters from the Floor)
  - a. see Section V. i.
- 4) General Business
  - a. may include matters of city business requiring discussion and action, public hearings, and/or presentations requiring no action.
- 5) Staff and Council Reports
  - a. brief updates or discussion on matters of interest to the city.

Changes to the agenda structure may be made during the year but should be updated upon the annual review of the bylaws or at other such time as amended.

**h. Rules of Order**

The City Council adopts Robert Rules of Order for Small Board as outlined in Appendix A.

**i. Public Comment Period (Matters from the Floor)**

A limited forum for residents of the City of Shorewood to speak with the council is provided on the agenda for every regularly scheduled city council meeting. Public comments during this period are subject to limitations, as outlined in Appendix B.

**j. Public Hearings**

When public hearings are required, notice shall be provided as required by state statute. The order of business for public hearings conducted by council shall be:

- i. The presiding officer announces the purpose of the public hearing.
- ii. Staff presents the item, followed by applicant comments, if any.
- iii. The presiding officer opens the public hearing and comments are received.
- iv. The presiding officer closes the public hearing and discussion is limited to council.

Both speakers and the council must follow the same rules in *Public Comment Period*, although the presiding officer may allow speakers additional time. Speakers may also provide written material to the council before or at the meeting. Public hearings may be continued to a date certain.

**k. Public Comment on Agenda Items**

Public comment is generally limited to the public comment portion of the meeting with the exception of **noticed public hearings**. The council may receive public comment on agenda items which do not require a public hearing. Comments should be received following the introduction of the item but before discussion begins. Both speakers and the council must follow the same rules in *Public Comment Period*.

**l. Presiding Officer**

The mayor is the presiding officer at all meetings of the council and may participate in all discussion and votes. In the absence of the mayor, the acting mayor shall preside. In the absence of both, the City Administrator shall call the meeting to order and shall preside until the council members present at the meeting choose one of their number to act temporarily as presiding officer. The selection of a temporary presiding officer shall be accomplished by nomination and majority vote of the members present.

**m. Maintenance of Order.**

The presiding officer is responsible for the maintenance of order and decorum at all times. No person is allowed to speak who has not first been recognized by the presiding officer. All questions and remarks must be addressed to or through the presiding officer to the appropriate council member, staff, citizen or representative.

**n. Powers of the Presiding Officer**

- i. To rule motions in or out of order, including any motion obviously offered for obstructive or dilatory purposes;
- ii. To determine whether a speaker has gone beyond reasonable standards of courtesy in his or her remarks and to entertain and rule on objections from other members on this ground;
- iii. To entertain and answer questions of parliamentary law or procedure;
- iv. To call a brief recess at any time; and
- v. To adjourn in an emergency.

A decision under (i), (ii), or (iii) may be appealed to the council upon motion of any member by use of a point of order. This motion is in order only immediately after the challenged decision is announced. The member making the motion

need not be recognized by the presiding officer and the motion may not be ruled out of order if it is made timely.

**o. Placing items on an Agenda**

The City Administrator shall place items on the agenda for each council meeting. A council member may at any point during a regular meeting or work session request a matter to be placed on a future agenda. If at least one other council member agrees with the request, the matter will be placed on a future regular or work session meeting for further discussion by the Council.

**VI. ADMINISTRATION OF RULES**

These Bylaws may be amended at any regular meeting or at a special meeting that includes amendment of the rules as one of the stated items to be considered. Adoption of an amendment requires a majority affirmative vote of the membership of the Council.

**VII. APPENDICIES**

- a.** Rules of Order
- b.** Public Comment Policy

## Appendix A Rules of Order

### Essential Rules for Discussion and Debate for Small Boards (Modified)<sup>3</sup>

All references are to *Robert's Rules of Order Newly Revised, 11<sup>th</sup> edition*.

The word "implicit" means the rule stated is assumed by Robert's Rules or is a logical derivative of the principles on which Robert's Rules is based.

1. All members have an equal right to speak and make motions. *P.3*
2. Nonmembers do not have the right to speak or to make motions. *P. 648*
3. One subject is discussed at a time. *pp. xxxiii-xxxiv*
4. One person speaks at a time. *implicit*
5. No interrupting. *PP.43-44, 383-384*
6. Courtesy and respect are required at all times. *P. 43 and implicit*
7. The presider may participate in debate and make motions *P. 488*
8. Informal discussion without a motion is allowed. *P. 488*
9. A second is needed. *P. 488*
10. Members may speak directly to each other. *P. 488*
11. The maker of the motion may speak first. *P. 379*
12. There is no need to alternate speakers "for" and "against". *Implicit*
13. There is no limit to the number of speeches. *P. 488*
14. There is a limit of ten minutes per speech. *P. 387*
15. Members may "call the question" or move to limit debate. *P. 488*
16. Members may not speak about the motives of other members. *PP. 43, 392*
17. Courtesy and respect means: no personal attacks; no insults, epithets or profanity; no disrespectful body language; no innuendo; no booing, hissing or clapping. *PP 43, 392, implicit*
18. A member may not speak against their own motion. *P. 393*
19. A member may not explain their vote while voting. *P 408*
20. A member may not comment adversely on (criticize) a prior action of the group unless (a) the action is being considered for amendment or cancellation, or (b) they plan to introduce a motion to change the action at the end of their speech. *P. 393*
21. A member may not make statements that tend "to injure the good name of the organization, disturb its well-being, or hamper it in its work". *PP. 643-64*

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<sup>3</sup> Macfarlane, A. G., & Estep, A. L. (2013). *Mastering Council Meetings*. Createspace Independent Pub.

## **Appendix B**

### **Public Comment / Matters from the Floor Polices**

A limited forum for residents of the City of Shorewood to speak with the council is provided on the agenda for every regularly scheduled City Council meeting. Public comments during the public comment period are subject to these limitations:

1. Speakers must be recognized by the presiding officer before speaking and are limited to five minutes for comment.
2. Speakers may be required to sign up prior to speaking and provide a name, address, and brief summary of the subject matter they wish to address. The sign-up sheet will be available at the entrance to the city council chambers.
3. Speakers must direct their remarks toward the presiding officer and city council.
4. In providing this limited public forum, the City of Shorewood expects respectful participation. Speakers are encouraged to be courteous in their language and deportment, and to confine their remarks to those facts that are germane and relevant to the question or matter under discussion. Comments which denigrate or attack a person or group based on their ethnicity, gender, religion, sexual orientation, or nationality or are intended to threaten or intimidate others and/or which would incite an immediate breach of peace are not acceptable. City council meetings are public business meetings, available for viewing on television and the internet by members of the public, including children. Therefore, consistent with FCC rules, obscenity, profane, grossly offensive, or indecent language will not be tolerated by the presiding officer.
5. Speakers are required to follow the direction of the presiding officer.
6. Speakers who do not follow the direction of the presiding officer will be warned that further disruptive conduct will result in removal from the meeting. After warning, if the conduct continues the presiding officer may ask the speaker to leave.
7. Council will generally not respond at the same meeting where an issue is initially raised by a member of the public. Members may ask clarifying questions of the speaker but should generally not engage in debate or dialogue. The matter may be referred to staff for further research and possible report or action at a future council meeting, or the council may ask staff to follow up with the speaker directly.