

## Exhibit “A”

### ARTICLE I: TRANSITION SCHEDULE

#### Section 1-1. Ordinances preserved.

All ordinances in effect upon adoption of this Charter, to the extent not inconsistent with it, shall remain in full force and effect until repealed or changed as provided herein.

#### Section 1-2. Rights of officers and employees.

Nothing in this Charter, except as otherwise specifically provided, shall affect or impair the rights or privileges of persons who are city officers or employees at the time of adoption. Elected officials shall continue to hold their offices and discharge the duties thereof until their successors are duly elected.

#### Section 1-3. Pending matters.

All rights, claims, actions, orders, contracts, and legal or administrative proceedings involving the city shall continue, except as modified pursuant to the provisions of this Charter.

**Commented [RML1]:** This Article remains unchanged from the 1976 Charter

### ARTICLE II: BOUNDARIES

#### Section 2-1. Boundaries.

(This section shall remain in full force and effect as previously enacted.)

### ARTICLE III: FORM OF GOVERNMENT

#### Section 3-1. Form of government.

The form of government of the City of Palm Beach Gardens shall be that known as the "Council-Manager" form of government, as more particularly set forth hereinbelow.

**Commented [RML2]:** Same section as in current charter. Minor language revision, changed from "Council-Manager Plan" to "Council-Manager" form of government. Original language was somewhat antiquated and no longer commonly used. Form of government remains unchanged...simply a change in vernacular.

### ARTICLE IV: LEGISLATIVE

#### Section 4-1. Authority under state law.

The said City of Palm Beach Gardens, Florida shall be and constitute a body politic and corporate and as such shall have perpetual existence and may sue, be sued, defend, plead, and be impleaded in all courts and places and shall exercise all the powers, privileges, and functions of municipalities unless prohibited and/or preempted by the Constitution and general laws of the State of Florida.

**Commented [RML3]:** This section replaces all of Article V, which contained several pages of specific city council authority all of which became entirely unnecessary after 1973 when Chapter 166, F.S. was enacted.

#### **Section 4-2. City Council; powers, composition, and method of election.**

There shall be a city council with all legislative powers of the city vested therein consisting of five (5) members who shall be electors of the city, who shall be elected by the electors of the city. The selection of members of the city council shall be by groups to be known as Groups 1, 2, 3, 4, and 5. The council members in Groups 2 and 4 shall, in the year 1977, be elected for a term of three (3) years and for three- (3) year terms thereafter; council members in Groups 1, 3, and 5 shall, in the year 1978, be elected for a term of three (3) years and for three- (3) year terms thereafter. The term of office of council members shall commence on the first regularly scheduled meeting of the city council following the date of their election and shall continue for three (3) years thereafter and/or until their successors are elected and qualified. No individual shall be elected to the office of council member for more than two (2) consecutive full terms. Service of one-half or less than one-half of a full three (3) year term shall not count toward the subject term limit. Service in a term of office which commenced prior to the effective date of any term limit enacted on council members will be credited against any term limitation approved by the Palm Beach Gardens' electorate.

**Commented [RML4]:** This single sentence, along with Section 4-1 imbues the city council with all of the legal authority that it may currently possess pursuant to the Florida Constitution and general law.

General elections shall be held on the second Tuesday of March or as may be established by ordinance. Any candidate seeking election as a council member shall file with the city clerk a written notice to such effect at such time and in such manner as established by ordinance and shall pay such filing fee or otherwise qualify as shall be established by ordinance. Such notice shall state the number of the group to which he or she seeks to be elected, and any additional information as may be required by ordinance. All candidates shall be registered electors of the city.

**Commented [RML5]:** Amended to allow the timing of the election to be changed by ordinance. Amended to provide for the method of qualification to be established by ordinance in accordance with Section 100.3605, F.S.

Whenever a general or special election is held to fill any elective office in the City of Palm Beach Gardens, the candidate receiving a majority of the votes cast at such election to fill such office shall be declared to be duly elected; provided that in the event no candidate for a particular elective office shall receive a majority of the votes cast for such election to fill such office, then a run-off election shall be held on the fourth Tuesday in March of the same calendar year said general election was held or as soon as practicable thereafter if such run-off election cannot be held on the fourth Tuesday in March as set forth above; and in the event a special election is held, and a run-off election is required, then said run-off election shall be held two (2) weeks from date of said original special election; provided further, that in such event only the names of the two (2) candidates having received the greatest number of votes in the general or special election for such office shall be submitted to the voters and the one of these two (2) receiving the majority number of votes in such run-off election shall be declared to be duly elected to such office; provided further, that should two (2) or more candidates receive an equal number of votes to any such office, so that it cannot be determined which two (2) had received the greatest and the next greatest number of votes, then the names of all such candidates shall be submitted at the run-off election and the candidate receiving the greatest number of votes at such election shall be declared elected to such office, regardless of whether such candidate received a majority of the votes cast to fill such office at such run-off election.

If death, withdrawal or removal from the ballot of a qualified candidate occurs after the ballots have been submitted for printing, have been printed, and/or after the deadline for mailing vote by mail ballots, any such previously qualified candidate shall no longer be considered and

shall no longer be a candidate, qualified or otherwise, for the office for which their name appeared on the subject ballot. Such deceased, withdrawn, disqualified, or removed candidate shall be defined as and referred to as a "former candidate." Accordingly, votes cast for or ballots submitted in favor of any former candidate shall not be counted in the total number of votes and/or ballots. No vote for a former candidate shall count or contribute toward the total number of votes, number of under votes, or number of overvotes. A ballot marked, annotated, or which in any way could be interpreted to constitute a vote in favor of a former candidate shall be treated as a nullity, as it relates to that specific contest for election. It is the express intent of the City of Palm Beach Gardens that votes cast and ballots submitted for a former candidate shall have no effect on the outcome or results of any city election. This provision shall be strictly construed by all courts having jurisdiction in the State of Florida.

**Commented [ML6]:** This is newly proposed language of a legal sufficiency nature, which ensures that votes for a deceased, withdrawn, disqualified or removed candidate will not be counted and will not affect the outcome of our city elections.

#### **Section 4-3. Quorum, meetings, organization, and election of mayor and vice-mayor.**

No less than three (3) members of the city council must be present in order to constitute a quorum for the conduct of council business. The city council shall meet no less frequently than once per month and at such time and place as the council may prescribe. Notwithstanding the foregoing, any city council meeting may be cancelled by the mayor or city manager in case of a recognized emergency or disaster. If a council meeting is so cancelled, the matters that were to be considered will be placed on an agenda for the next available council meeting subject to required notice. Special meetings may be held at the call of the mayor or by a majority of the members present. The members of the city council elected pursuant to this article shall meet for organization at the next regularly scheduled meeting of the city council following the date of their election or as may be established by a majority vote of the council's total membership. At said meeting, the city council shall appoint one (1) member a mayor and another member a vice mayor of the city, each of whom shall hold such office for a term of one (1) year or until his/her successor shall be appointed. The city council may also appoint a third member vice mayor pro tempore, who shall have the same term as the mayor and vice mayor, if a majority of the council present deems such appointment appropriate and prudent.

**Commented [RML7]:** Amended in order to specify what constitutes a quorum, to provide for more flexible scheduling of the organizational meeting and to more clearly provide for a vice-mayor pro tempore.

#### **Section 4-4. Vacancies.**

The office of a councilmember shall become vacant in the event of death, resignation, or removal from office of any member of the city council. The method of filling any such vacancy shall be as follows:

(a) Filling of vacancies. The city council or so much of it as shall remain, shall have the power by a majority vote of the remaining members to fill a vacancy on the council by the appointment of a qualified elector to hold such office until the next available general municipal election when a successor shall be elected and take office. Should the council decline to fill a vacancy, the vacant seat shall be filled by a successor at the next available general municipal election. The successor so elected shall then serve the remaining portion of the three- (3) year term for the council seat in which the vacancy occurred.

(b) Extraordinary vacancies. In the event that all members of the council are removed from office such that each council seat is vacant, the governor shall appoint an interim city council, comprised of five (5) qualified electors, who shall call a special election, which shall be held in the same manner as the first election under this Charter. (See Section 4-2.) However, if a national, county-wide, or general municipal election is scheduled to be held within one hundred eighty (180) days of the interim city council taking office, then no such special election shall be required.

**Commented [RML8]:** Significantly revised in order to provide greater flexibility for the filling of vacancies and to provide for replacing all the council members should such a catastrophic vacancy occur.

#### **Section 4-5. Compensation for mayor and councilmembers.**

The salaries of the mayor and council members shall be fixed by ordinance; provided, however, that the council shall not raise the salaries of the city council or the mayor during any fiscal year in which the ordinance raising salaries is adopted. Any increase or decrease in the city council's or mayor's salary shall not take effect until the fiscal immediately following the fiscal year in which the ordinance was adopted.

**Commented [RML9]:** Formerly Section 8-2.

**Commented [RML10]:** Formerly Section 8-2.

#### **Section 4-6. Powers and duties of the mayor.**

The mayor shall preside as chairman at meetings of the city council; shall be recognized as head of city government for all ceremonial purposes; by the governor for purposes of military law; for service of process, and execution of contracts, deeds, and other documents. However, the city manager may also execute contracts, deeds, and other documents as such authority may be delegated to him/her by council action, resolution, or ordinance. The mayor shall have no administrative duties except as required to carry out the responsibilities herein. The mayor shall have a voice and vote in the proceedings of the city council.

The vice mayor shall assume the duties of the mayor during the absence or disability of the mayor.

In the absence or disability of both the mayor and vice mayor, the city council may appoint a vice mayor pro tem to fulfill the duties and functions of said office, if one has not been previously appointed.

**Commented [RML11]:** Formerly Section 9-1.

#### **Section 4-7. Prohibitions.**

(a) Appointment and removals. Neither the council nor any of its members shall in any manner dictate the appointment or removal of any city administrative officers or employees whom the manager or any of his/her subordinates are empowered to appoint, but the council may express its views and fully and freely discuss with the manager anything pertaining to appointment and removal of such officers and employees.

(b) Interference with administration. Except for the purpose of inquiries, the council or its members shall deal with city officers and employees who are subject to the direction and supervision of the manager solely through the city manager, and neither the council nor its members shall give orders to any such officer or employee either publicly or privately. Recommendations for improvement in city government operations by individual council members shall be made to and through the city manager, so that the manager may

coordinate efforts of all city departments to achieve the greatest possible savings through the most efficient and sound means available.

**Commented [RML12]:** Clarifies the city council's role in a "Council-Manager" form of government.

#### **Section 4-8. Turnover of documents.**

It shall be the duty of every officer of the city within ten (10) days after the expiration of his/her term of office or his/her removal therefrom to deliver to his/her successor in office or to such other person as the council may designate, all books, records, papers, vouchers, and property of every kind in his/her possession or control belonging to the municipality.

**Commented [RML13]:** Formerly Section 10-2.

#### **Section 4-9. Council appointed advisors, consultants, and officials.**

The city council shall have the power and authority to employ and retain engineers, auditors, and attorneys and other professional advisors and consultants. The city council shall have the power to create and abolish all offices and fix and determine the authority, duties, and compensation of all appointed officers.

**Commented [RML14]:** Formerly Section 12-1.

#### **Section 4-10. Mayor, any councilmember, or any elected official may be recalled.**

The mayor, any councilmember, or any other elected official may be recalled and removed from his or her respective office as provided under the general law of the State of Florida.

**Commented [RML15]:** Formerly Section 15-1.

### **ARTICLE V: ADMINISTRATION AS COUNCIL-MANAGER GOVERNMENT**

#### **Section 5-1. City manager.**

(a) The city council, by a majority vote of its total membership, shall appoint a city manager who shall serve at the pleasure of the city council. The city manager shall be appointed on the basis of executive and administrative qualifications as established by the council. The compensation and benefits of the city manager shall be as determined by the city council. The city council may annually review the manager's performance at a time and in a manner determined by the city council.

(b) The city manager shall be the chief administrative officer of the municipal government under the laws and Charter of the city, responsible to the city council for the administration of all city affairs and employees. To that end, the city manager's powers and duties include, but are not limited to:

- (1) See that the laws and ordinances are enforced.
- (2) Prepare and submit an annual budget to the city council for its consideration and to keep the city council fully advised as to the financial condition and needs of the city.
- (3) Attend all meetings of the city council with a right to take part in the discussion but without having a vote.
- (4) Recommend to the council for adoption such measures as he/she may deem necessary or expedient in the interest of the city.
- (5) Appoint all department heads, to employ and remove all other employees of the city, except for the city attorney.

- (6) Make such reports as the city council may require concerning the operations of the city departments.
- (7) Perform such other duties as may be specified in this Charter, by law, or as the city council may prescribe.
- (8) Retain such specialized professional services as may be necessary to effectively and efficiently conduct the city's affairs in accordance with federal, state, and local laws.

(c) No member of the city council shall dictate the appointment of any person to office or employment by the city manager or in any manner interfere with the city manager or prevent him/her from exercising his/her own judgment in the appointment of officers and employees in the administrative service. The council and its members shall deal with city employees solely through the city manager. The foregoing sentence does not apply to the city attorney.

(d) The city council may remove or suspend the city manager by a majority vote of the total membership of the city council. The city manager shall hold office and serve at the pleasure of the city council. The city manager shall continue to receive full salary and benefits until the effective date of such removal.

(e) By letter or memorandum filed with the city clerk, the city manager shall designate a city officer or employee to exercise the powers and perform the duties of city manager during the city manager's absence or disability. The city council may revoke such designation at any time and appoint another officer or employee of the city to serve until the city manager returns.

**Commented [RML16]:** Moved from Section 6-1, as amended.

#### **Section 5-2. City attorney.**

(a) The city council, by a majority vote of its total membership, shall appoint a city attorney, who may be removed in the same manner. The compensation and benefits of the city attorney shall be as determined by the city council. The city may appoint a firm or an individual to serve as the city attorney.

**Commented [RML17]:** Formerly Section 6-2. Added the word "total" as a point of clarification and consistency. No other changes.

(b) The city attorney shall be the chief legal officer of the city responsible for all legal affairs of the city, and shall serve as chief legal advisor to the city council, the city manager, the city's departments, and such boards or committees as are placed in the city attorney's charge by the city council. The city attorney's powers and duties shall include:

- (1) Preparing or reviewing as to form and legal sufficiency all contracts, resolutions, ordinances, or other documents of the city.
- (2) Appointing such assistant city attorneys to perform the duties of his/her office so long as such appointments/assignments do not negatively impact the budget for the city attorney's office, which would require the city manager's consent.
- (3) Prosecuting and defending all legal or administrative law actions wherein the city is a party.
- (4) Performing such other legal services as may be requested by the city council or the city manager.

- (5) Performing such other duties as may be required by federal and state law, this Charter, or ordinance.

(c) The city council or the city manager may also appoint one or more special counsel to serve as legal advisors to the city council, the city manager, and city departments, officers, and agencies with respect to specific legal proceedings or matters to conduct city affairs in an efficient manner in accordance with federal and state law, this Charter, or ordinance of the city.

## **ARTICLE VI: ELECTIONS**

### **Section 6-1. Regulation by ordinance.**

Notwithstanding the provisions set forth at Sections 4-2 and 4-4 of this Charter, the city council shall provide by ordinance for the conduct of elections in accordance with state law.

**Commented [RML18]:** Former Section 17-1 and amended in order to comply with Chapters 97-106, F.S.

## **ARTICLE VII: INITIATIVE AND REFERENDUM**

### **Section 7-1. Passage or repeal of ordinance; petition; procedure.**

The qualified electors of the city shall have the power to institute initiative and referendum procedures as provided by general law of the State of Florida and/or by ordinance. However, such power shall not extend to the budget or capital program or to any ordinance or resolution relating to appropriation of money, levy of taxes, or salaries of city officers, employees, or agents, professional or otherwise.

**Commented [RML19]:** Formerly Section 16-1 with a new sentence added in order to comply with State Law.