

**BYLAWS OF THE CITY OF ANN ARBOR ~~ENVIRONMENTAL SUSTAINABILITY~~**  
**COMMISSION**

**Article 1**

**NAME**

The name of the commission is the ~~Environmental Sustainability~~ Commission ("Commission").

**Article 2**

**AUTHORITY**

The Commission was **established by Section 1:237** of Ann Arbor City Code.

**Article 3**

**PURPOSE, OBJECTIVES, AND DUTIES**

- 3.1. The purpose of the ~~Sustainability~~ Commission is to ~~develop comprehensive, integrated environmental policies for implementation by the City to advise the City Council and the City Administrator on the City's sustainability goals, inclusive of A<sup>2</sup>ZERO goals and efforts to achieve carbon neutrality City-wide by 2030, and on the protection and enhancement of our air, water, land, and public health. It shall help to set goals and policies for the City and community to continuously improve the natural and built environment.~~ The Commission ~~will only act as an advisory group, and~~ does not have any regulatory authority ~~and . It~~ shall not involve itself in individual site development reviews, unless its opinion is requested by City Council through a Council resolution. The creation of this commission shall in no way be interpreted as diminishing the role, responsibilities, or charge of any currently existing board, commission, task force, or committee including, but not limited to, the Planning Commission, ~~Energy Transportation~~ Commission, Park Advisory Commission, ~~and the Leslie Science Center Advisory Board.~~ ~~The Sustainability Commission replaces the Environmental Commission (last amended by City Ordinance No. 20-01) and the Energy Commission (restated in City Council Resolution R-20-034), which are hereby dissolved.~~
- 3.2. ~~The Sustainability Commission's work shall be directed by an annual work plan provided by the City Office of Sustainability and Innovations in coordination with the Public Services Area. The work plan will set the specific, annual goals of the Sustainability Commission, with clear metrics established to not only determine progress towards these goals but also articulate how success for each metric will be determined. The Sustainability Commission will produce an annual progress report for City Council on its implementation of the work plan. The Commission is responsible to the Mayor and City Council. The Commission is an advisory body and is limited to performing the tasks enumerated in its enabling ordinance, these bylaws, and otherwise delegated to it by City Council. By ordinance, the~~ The Sustainability Commission ~~is charged with~~ shall have the following powers and duties as necessary to implement the work plan:
- (a) To advise ~~and make recommendations to~~ the City Council and City Administrator on on sustainability policies and practices that affect the City or its residents, and ways

~~to engage the public on sustainability matters and encourage public action to further City sustainability goals, inclusive of A<sup>2</sup>ZERO goals, environmental policy, environmental issues, and environmental implications of all City programs and proposals on the air, water, land, and public health.~~

~~(b) — To work collaboratively with other City commissions and committees which have responsibilities for specific issues, including but not limited to the Planning Commission, Energy Commission, Park Advisory Commission, and Leslie Science Center Advisory Board.~~

~~(c) — To advise the City Council and City Administrator on environmental aspects of transportation issues, including implementation of City transportation plans, alternative transportation issues, alternative fuel vehicles, bicycling improvements, Clean City Program initiatives, parking issues, and related transportation issues.~~

~~(d)~~(b) To advise the City Council and City Administrator on all solid waste policy and ~~management issues~~practices including the reduction, reuse, recycling, and proper disposal of solid waste, plus development of the circular economy.

~~(e)~~(c) To advise the City Council and City Administrator on environmental risk and pollution issues, including community right-to-know, emergency planning, pesticide and herbicide use and policies, pollution prevention, air and water pollution, indoor air quality, worker health and safety, environmental remediation and restoration, and environmental impact of City procurement policies.

~~(f)~~(d) To advise the City Council and City Administrator on drinking water, water reclamation~~sewer~~, water quality, flooding, and stormwater ~~management issues~~policy and practices, including water treatment ~~plant issues~~, wastewater treatment ~~plant issues~~, Huron River water quality, and protection, restoration, and improvement of Huron River tributaries.

~~(g) — To advise the City Council and City Administrator on all matters related to sustainable development, clean production, and environmental technologies.~~

~~(h) — To hold public hearings on environmental issues and concerns.~~

~~(i) — To publish and present an annual report on the City's "State of the Environment," using wherever possible, measurable performance indicators to monitor long-term trends.~~

~~(j)~~(e) To advise the City Council and City Administrator ~~concerning on~~ effective advocacy for the City in regional, state and federal environmental matters.

~~(k)~~(f) To advise the City Council and City Administrator on enhancing ~~the awareness, understanding, commitment, and~~ active involvement of ~~local citizens~~community members in ensuring wise stewardship of the City's natural resources, now and in the future, through education, volunteerism, public/private partnerships, and incentive programs.

~~(l)~~(g) To consult~~meet~~ with ~~and advise the City's Environmental Management Team and any other City personnel~~city staff involved in ~~sustainability~~environmental matters through the city staff liaison.

~~(m) —To meet with commissions in other jurisdictions and other environmental organizations to address regional and state environmental matters:~~

~~(n)(h) —To create committees to help conduct the work of the Environmental Commission, as directed. provided that a member of the Environmental Commission chairs each committee, the Environmental Commission appoints additional committee members for a time certain, and the names and qualifications of committee members appointed by the Environmental Commission are forwarded to City Council:~~

~~(o)(i) —To have all other powers and duties granted by the City Council by resolution.~~

~~(p) —To submit to City Council an annual work plan for City Council's review:~~

## Article 4

### MEMBERSHIP

4.1 The Commission consists of 1~~35~~ voting members as follows:

(a) Two ~~non-voting~~ members of the City Council appointed by resolution of the City Council to one-year terms;

~~(b) Two members of the City Council appointed by resolution of the City Council to one-year terms;~~

~~(c)(b) —Eleven~~eight~~ voting members nominated by the City Council members serving on the Commission and appointed by resolution of the City Council for 3-year terms. Terms are staggered so that 1/3 expire each year. The City Council is required to appoint persons who, insofar as possible, have an interest in protecting and enhancing the well-being of the environment and public health of the community;~~

~~(d)(c) —Two voting youth members between the age of 16 and 25 nominated by the City Council members serving on the Commission and appointed by resolution of the City Council for one year terms. The City Council is required to appoint youth members who, insofar as possible, have an interest in protecting and enhancing the well-being of the environment and public health of the community; and~~

~~(e)(d) —The City Administrator shall be a nonvoting member of the Commission and shall provide adequate support staffing to the Commission.~~ree members, one each appointed by the Planning Commission, Park Advisory Commission, and Energy Commission, appointed to one-year terms, which do not require City Council approval.~~~~

4.2 ~~The~~The initial membership shall consist of those members appointed to and serving on the Energy Commission and Environmental Commission as of June 1, 2025, with terms expiring as stated in their respective prior appointments. Going forward, members shall be appointed to staggered terms, so that approximately one third of the members with 3-year terms expire each year.

~~4.3 In making appointments, City Council shall appoint persons who, insofar as possible, have an interest in protecting and enhancing the well-being of the environment and public health of the community.~~

~~City Administrator or the City Administrator's designee, is an additional, nonvoting member of the Commission.~~

- 4.3 All members serve without Compensation.
- 4.4 Consistent with City Charter § 12.2, each member of the Commission shall be a registered elector of the City of Ann Arbor at the time of appointment, unless this requirement is waived by a resolution concurred in by at least 7 members of City Council.
- 4.5 Consistent with City Code § 1:171, the Mayor shall notify City Council of the expiration of a member's term at least 30 days prior and shall present to City Council all proposed reappointments no later than 60 days after the expiration of the term.
- 4.6 Consistent with City Code § 1:171, any vacancy on the Commission occurring in the middle of a term shall be filled for the remainder of the term in the same manner as for full-term appointments.
- 4.7 Members are expected to attend regularly scheduled meetings and to notify the Chair and staff liaison in advance if they expect to be tardy or absent. If a member misses more than 3 regularly scheduled meetings in a 12-month period, the Chair shall notify the Mayor and may recommend removal of the member.
- 4.8 Consistent with City Code § 1:171, a member of the Commission may be removed for cause by the Mayor with the approval of City Council.
- 4.9 Consistent with City Code § 1:171, when one or more City Council members are appointed as members of or liaisons to a board or commission, the board or commission shall designate a group consisting of the City Council members and one or more voting members of the board or commission to review applications for membership on the board or commission. This group may submit recommendations for appointments to the Mayor, or to City Council for appointments made by City Council, from among the applications reviewed.

## **Article 5**

### **ETHICS AND CONFLICTS OF INTEREST**

- 5.1 A member of the Commission shall abstain from discussion or voting on any matter in which that member has a real or apparent conflict of interest. Decisions regarding conflicts of interest shall be evaluated on a case-by-case basis with reasonable application of the principles provided in this article. A conflict of interest shall at a minimum include, but is not necessarily limited to discussing, voting on, or otherwise acting on a matter in which a member or any person in the member's immediate family, the member's partner, or an entity with whom the member has family or business ties has a direct financial or beneficial interest.

- 5.2 A member of the Commission shall not solicit or accept gratuities, favors, or anything of monetary value from persons or entities in a position to benefit from a decision of the Commission.
- 5.3 A member of the Commission shall not obtain, for the member or for any person with whom the member has business or family ties, any financial or beneficial interest in a matter which may be affected by a decision of the Commission. This restriction shall apply during the member's tenure on the Commission and for one year thereafter.
- 5.4 A member of the Commission shall disclose the general nature of any potential conflict, real or apparent, and, except when it violates a confidence, shall disclose all pertinent facts relating to the potential conflict. These disclosures shall be made prior to discussion and voting when possible and shall be recorded in the minutes of the proceedings. If the member believes that the potential conflict warrants abstention, the member may abstain from discussion and voting on the matter.
- 5.5 A member who cannot vote due to a conflict of interest shall, during deliberation of the matter before the Commission, leave the meeting or the area where the members sit until action on the matter is concluded.
- 5.6 When a question has arisen as to whether a member is ineligible to participate in discussion or vote on a matter because of a conflict of interest, the Commission may determine that the member is ineligible due to a conflict of interest by a vote of a majority of the other members present. Upon such a determination, the ineligible member shall not participate in discussion or vote on the matter.
- 5.7 Members of the Commission shall complete an annual disclosure of organization affiliations that could conceivably present a conflict of interest and shall update this disclosure in writing at any time during the year when such affiliations change. Members shall send an email listing the potential conflict(s) of interest to the staff liaison.
- 5.8 Members shall not act, hold themselves out, or permit themselves to be perceived as official representatives or spokespersons for the Commission without authorization from the City. When communicating for personal purposes on matters that may relate to the Commission's business, members shall clearly indicate that their statements are made in a personal capacity and do not necessarily reflect the views of the Commission. Whenever a member is asked to speak on behalf of the Commission, the member shall seek permission of the staff liaison in advance.
- 5.9 To maintain public confidence in the objectivity of the Commission and to avoid the appearance of bias or prejudice, a member shall not speak or appear before the Commission on behalf of or as a representative of a potential or actual petitioner. A member should avoid speaking or appearing before another entity on behalf of or as a representative of a potential or actual petitioner and shall inform the Commission and recuse themselves from such a petition if the member does so. Outside of a Commission meeting, a member shall not advise an actual or potential petitioner regarding a petition, except to inform the petitioner of factual procedures of the Commission. This section does not preclude a member from discussing a petition within the scope of the Commission's duties at a Commission meeting.

- 5.10 The Commission or individual members shall not intrude into matters that are handled administratively by the City. When communicating with City staff regarding Commission business, members of the Commission shall communicate through the Commission's designated staff liaison, unless otherwise authorized by the City administration, and shall follow applicable City administrative policies.
- 5.11 Members shall conduct themselves in a fair, courteous, and understanding manner at all times in the discharge of their duties, and shall avoid exchanges or actions based upon personal differences. Members shall be respectful of other members, the public, petitioners, and City staff.

## **Article 6**

### **OFFICERS**

- 6.1 The officers of the Commission shall be a Chair and Vice-Chair. The officers shall be elected each year from among the members of the Commission appointed by the City Council. Representatives of other City commissions shall not be eligible for election as officers. The officers shall be elected for a 1-year term. No member shall serve more than 3 consecutive full terms in an officer position.
- 6.2 The Chair shall preside at all meetings and shall decide points of order and procedure subject to the provisions of these bylaws. The Chair shall ensure that all meetings are conducted in an efficient and respectful manner. The Chair shall have the privilege of discussing and voting on all matters before the Commission. The Vice-Chair shall assume the duties of the Chair in the Chair's absence. The Chair shall:
- (a) Coordinate development of meeting agendas with the designated City support staff;
  - (b) Coordinate development of annual progress reports; and
  - ~~(c) — Coordinate the annual review of the bylaws with the Commission;~~
  - ~~(d)~~(c) Work with the designated City support staff to select and orient new members.
- 6.3 When an office becomes vacant before the expiration of the current term (whether by resignation, removal, incapacity, or other circumstance), the vacancy shall be filled by election in the same manner as for full-term officers and the new officer shall serve the remainder of the term. The replacement officer shall be elected at the next regularly scheduled meeting or as soon as practicable. The Vice-Chair may be elected as replacement Chair, in which case a replacement Vice-Chair shall be elected at the same time.
- 6.4 No member may hold more than one office at the same time.

## **Article 7**

### **MEETINGS**

- 7.1. An agenda for each meeting of the Commission shall be developed by the Chair and the staff liaison in consultation with members of the Commission as needed. To the extent practicable, agendas, resolutions, and materials for all regular meetings shall be made

available to the public and members of the Commission at least 48 hours before the meeting's scheduled starting time.

- 7.2 The Commission shall schedule regular monthly meetings. The entire schedule of regular meetings for the upcoming year shall be posted within 10 days after approval at the first meeting of the year. A change in the schedule of regular meetings must be approved by the Commission and notice of the change shall be posted within 3 days after the meeting at which the change is approved.
- 7.3 Special meetings may be called by the Chair or by the written concurrence of 3 voting members. Public notice of the special meeting shall be posted at least 18 hours prior to the scheduled starting time. Except when the special meeting is a rescheduled regular meeting, the purpose of the special meeting should be stated in the public notice and the Commission should not conduct any business beyond the purpose stated in the public notice, except by unanimous consent of the voting members present.
- 7.4 The Commission may hold nonvoting working meetings to carry on the work of the Commission. Public notice of the working meeting shall be posted at least 18 hours prior to the scheduled starting time.
- 7.5 Public notice of regularly scheduled committee meetings shall be posted in the same manner as the schedule of regular Commission meetings. Public notice of nonregularly scheduled or special committee meetings shall be posted at least 18 hours prior to the scheduled starting time.
- 7.6 Public notice of all meetings shall be posted at City Hall or at any location designated by the City Administrator or City Council.
- 7.7 When practicable, meetings shall be scheduled to allow the staff liaison to provide notice to all members of the Commission at least 48 hours in advance.
- 7.8 The Chair may cancel a meeting if there is no business on the agenda or if it is clear that a quorum will not be present. The Chair may also cancel a meeting due to weather, emergency, or other circumstances that may substantially limit the ability of members of the Commission or the public to attend. The Chair shall give notice of cancellation to members of the Commission and the staff liaison at least two hours prior to the scheduled meeting time, when practicable. The staff liaison shall post public notice of the cancellation as soon as practicable. Cancelled regular meetings may be rescheduled in the same manner as special meetings.
- 7.9 The presence of ~~78~~ voting members shall constitute a quorum. The concurring vote of a majority of all members present and eligible to vote is required for the Commission to act. The right to vote is limited to members of the Commission actually present at the time the vote is taken at a lawfully called meeting. A member who is not eligible to vote on a matter because of a conflict of interest shall not be counted in establishing a quorum for that matter.
- 7.10 Voting shall be by voice or a show of hands. The Chair shall declare the outcome of each vote. If the vote is not unanimous, any voting member may request a roll call vote, which shall be taken and recorded in the minutes.

- 7.11 The Commission shall keep minutes of all regular and special meetings in accordance with City administrative policies and direction.
- 7.12 Consistent with City Council Resolution R-642-11-91, all meetings of the Commission and its committees shall be open to the public in the spirit of section 3 of the Open Meetings Act. Closed sessions may be called for purposes listed in the Open Meetings Act.
- 7.13 Public comment shall be allowed at all meetings. An individual may speak for up to ~~two~~three minutes on any item open for public comment. The Chair may extend an individual's speaking time in the Chair's discretion. Public comment on non-agenda items may be limited in the Chair's discretion.

## **Article 8**

### **OPERATING REQUIREMENTS OF COMMISSION AND COMMITTEES**

- 8.1 On an annual basis or as needed, staff will recommend a list of high-priority sustainability initiatives where Commission input is desired in the form of a workplan. Input from the Commission will be considered. City Council will review and approve the workplan. The workplan will be presented to the Commission for implementation.
- 8.2 The Commission may create committees or working groups to assist in implementing the work plan. Committees can be established by a vote of the full Sustainability Commission, with each committee having a clear purpose, timeline for existence, and clear deliverable upon which the working group sunsets. While the committee would ideally be based on the workplan, the Commission can also recommend other topics so long as there is majority Commissioner support and staff capacity. To the extent possible, no more than four working groups should exist at any given time.
- 8.3 Committees shall be limited to performing the tasks delegated to them by the Commission. Members of working groups shall be appointed by the Chair and approved by the Commission. Each working group chair shall be a member of the Commission. The committee may contain other community members who shall be appointed for a time certain. Committees are required to be sub-quorum. Committees shall comply with Section 1:237(3)(n) of City Code, as amended.
- 8.4 Committees will be required to deliver regular status reports at Commission meetings so that the committee information is shared in a public format. The updates should be at least on a quarterly basis. Committees will sunset once the deliverable or purpose has been achieved.
- 8.5 A liaison from City staff shall be assigned to each Committee by the commission staff liaison. Committee staff liaisons will attend Committee/Work Group meetings, provide input as necessary, and keep the Committee up-to-date on City activities that pertain to the Committee or Work Group's purview.



~~8.6 The Commission may also create work groups or designate certain members to perform research or develop recommendations on specific topics without creating a committee.~~

## **Article 8**

### **AGENDA AND ORDER OF BUSINESS**

~~8.1 An agenda for each meeting of the Commission shall be developed by the Chair and the staff liaison in consultation with members of the Commission as needed. To the extent practicable, agendas, resolutions, and materials for all regular meetings shall be made available to the public and members of the Commission at least 48 hours before the meeting's scheduled starting time.~~

~~8.2 The order of business at regular meetings shall be as follows. The order of business may be suspended or modified by a majority vote of those members present.~~

~~(a) Call to Order~~

~~(b) Roll Call~~

~~(c) Approval of Agenda~~

~~(d) Special Presentations~~

~~(e) Public Comment (Agenda Items)~~

~~Approval of Minutes of Previous Meetings~~

~~(f) Regular Business~~

~~(g) Communications~~

~~i. Administrator and Council~~

~~ii. Staff~~

~~iii. Representatives of other Commissions (Park Advisory, Energy, Planning)~~

~~iv. Committees~~

~~(h) Public Comment (General)~~

~~(i) Adjournment~~

## **Article 9**

### **COMMITTEES AND WORK GROUPS**

~~9.1 The Commission may create standing or special committees to assist in the work of the Commission. Standing committees may, but need not be, described in the bylaws. Committees shall be limited to performing the tasks delegated to them by the Commission. Each committee chair shall be a member of the Commission. The committee may contain other community members who shall be appointed for a time certain. The Commission shall forward to City Council the names and qualifications of community members appointed to committees. Committees shall comply with Section 1:237(3)(n) of City Code, as amended.~~

~~9.2 Members of committees shall be appointed by the Chair and approved by the Commission.~~

~~9.3 Unless otherwise instructed by the Commission, each committee shall submit an annual report to the Commission containing:~~

- ~~(a) — a description of the way in which the committee undertook its charge;~~
- ~~(b) — pertinent facts and information the committee gathered;~~
- ~~(c) — findings, conclusions, or recommendations based on those facts and information.~~

~~9.4 — Members of the public serving on the Commission shall, at the request of the Chair, serve as chair or vice chair of a committee and serve on at least one other committee. Representatives of other City commissions serving on the Commission shall serve on committees to the extent practicable. If such a representative is unable to attend a meeting, the representative may, upon notice to the staff liaison and the Chair, send an alternate from the same commission. The alternate may participate in Commission discussion, but may not vote on any Commission matter and shall not count toward a quorum.~~

~~9.5 — Prior to creating a committee, the Commission shall consult with City staff to review the necessity of the committee and whether adequate resources exist to support the committee. Committees are subject to applicable City's administrative policies and procedures.~~

~~9.6 — The Commission may also create Work Groups or designate certain members to perform research or develop recommendations on specific topics without creating a committee.~~

#### **Article ~~9~~<sup>10</sup>**

### **PARLIAMENTARY AUTHORITY**

- 9.1 The rules contained in the current edition of Robert's Rules of Order Newly Revised shall guide the Commission; however, parliamentary procedure shall be flexible and may be adjusted in the Chair's discretion to best serve the needs of the Commission. Nevertheless, all parliamentary procedures must be consistent with these bylaws.
- 9.2 The Commission shall not adopt or follow any operating rules, regulations, guidelines, or procedures not expressly prescribed by these bylaws.

#### **Article ~~10~~<sup>1</sup>**

### **AMENDMENT OF BYLAWS**

- 10.1 Amendments to these bylaws may be approved at any regular meeting by vote of two-thirds of the voting members currently serving on the Commission. Proposed amendments must have been submitted in writing at the previous regular meeting to be considered. Proposed amendments must be submitted to the Office of the City Attorney for review prior to adoption by the Commission. After adoption by the Commission, the amended bylaws are not effective until approved by City Council.

~~10.2 — These bylaws shall be reviewed annually by the Commission for possible amendment.~~

#### **Article ~~11~~<sup>2</sup>**

### **MISCELLANEOUS**

- 11.1 The Public Services Area and the Office of Sustainability and Innovations shall be the primary providers of administrative support and professional advice to the Commission and shall designate a staff member to be the liaison between the Commission and City staff. The City Administrator has final discretion regarding staffing.
- 11.2 The Ann Arbor City Attorney's Office shall be the legal consultant to the Commission.