

RESOLUTION NO. 2002 - 6348

RESOLUTION OF THE TOWN COUNCIL OF THE TOWN OF WOODSIDE  
AMENDING THE TOWN'S CODE OF ETHICS AND CONDUCT FOR TOWN COUNCILMEMBERS,  
APPOINTED OFFICIALS AND TOWN EMPLOYEES

**WHEREAS**, on May 10, 1994, the Woodside Town Council adopted a Code of Ethics and Conduct for Town Councilmembers, appointed officials, and Town employees; and

**WHEREAS**, the Town Council reaffirmed and amended the Code of Ethics and Conduct on December 11, 2001 by adoption of Resolution No. 2001-6309; and

**WHEREAS**, the Town Council has subjected the Code of Ethics and Conduct to additional public scrutiny and has determined that several additional refinements to the Code are required to strengthen and clarify its intent; and

**WHEREAS**, the Town Council of the Town of Woodside continues to believe that the proper operation of a democratic government requires that:

1. All public officials and employees be independent and impartial in their judgment and actions;
2. Public office not be used for personal gain;
3. The public should be able to have confidence in the integrity of its government and public officials;
4. Public deliberations and actions should be conducted in an atmosphere free from personal animosity and hostility;
5. All public officials and employees should abide by and uphold all local ordinances, rules, and regulations; and

**WHEREAS**, the Town Council finds and determines that the Town's Code of Ethics and Conduct for Councilmembers, Appointed Officials, and employees of the Town furthers the purposes hereinabove set forth; and

**WHEREAS**, the Town Council strongly endorses the underlying principles and tenets of the Ralph M. Brown Act and the Fair Political Practices Act of the State of California and feels that the promulgation of local policies that reflect the spirit and intent of these laws is a desirable action.

**NOW, THEREFORE, BE IT RESOLVED**, by the Town Council of the Town of Woodside that it hereby amends and reaffirms the **CODE OF ETHICS AND CONDUCT** for each Councilmember and all appointed officials and employees of the Town of Woodside:

## CODE OF ETHICS AND CONDUCT

A. Each Councilmember, Appointed Official, and Town employee has a duty to:

1. Represent and work for the common good of the Town and its citizens.
2. Provide fair and equal treatment for all persons and matters coming before the Council, Commission, Board, or Town staff.
3. Faithfully perform all duties of their respective elected or appointed office, including: (a) understanding the roles and responsibilities of the body or position to which elected or appointed; (b) becoming thoroughly knowledgeable about items of business before voting or developing a conclusion or recommendation; and (c) attending regular meetings, as defined in Resolution 1994-4936.
4. Listen courteously and attentively to all public discussions and avoid interrupting other speakers, except as may be permitted by established Rules of Order.
5. Refrain from abusive conduct, personal charges or verbal attacks upon the character, motives, ethics, or morals of members of the Town Council, other appointed officials, Town employees, or members of the public.
6. Maintain the highest standard of public conduct by refusing to condone breaches of public trust or improper attempts to influence the decision-making process or decisions.
7. Uphold the public's right to know, and in accordance with the Brown Act, uphold the public's right to know not only the decision made or action taken, but also to participate in and witness the deliberations, which shape public policy.
8. Refrain from disclosing confidential information concerning the property, government, or affairs of the Town, whether it be provided in a closed session or not, unless the Town Council authorizes such disclosure by majority vote. Confidential information shall not be used to advance financial or other personal interests. Confidential information means all information, whether transmitted orally or in writing, which is of such a nature that it is not, at that time, a matter of public record or public knowledge, including those items described in the California Public Records Act (Government Code Section 6254), items from closed sessions under the Brown Act (Government Code Section 54950 et seq), and items subject to the attorney-client privilege.
9. Behave in a manner in keeping with the role of steward of the public interest. Specifically, members of Council shall not appear on behalf of the private interests of third parties before the

Council or any board, commission or proceeding of the Town, nor shall members of boards, commissions, and other advisory boards appear before their own bodies or before the Council on behalf of the private interests of third parties on matters related to the areas of service of their bodies, except for limited exceptions, as provided for in Fair Political Practices Commission Regulation 18702.4.

10. Avoid even the appearance of conflict between public duties and personal interests and activities in all Town public forums. A conflict or the appearance of a conflict exists in a matter before an official for consideration or determination if the public official: (1) has a material financial or material personal interest in the outcome or (2) has a personal or organizational responsibility or relationship in an entity or organization that will be affected by the outcome, including an association as owner, member, partner, officer, employee, broker or stockholder.

11. Disqualify him/herself from participating in the deliberation and decision-making process in all matters where a conflict or the appearance of a conflict exists, as defined in tenet 10. This does not preclude, however, the right of any individual official to participate in the deliberations as a member of the general public.

12. Refrain from using his/her position to unduly influence the deliberations or outcomes of official proceedings, both during and outside of those proceedings, of bodies of which he/she is not a member because of the value of the independent advice of boards, commissions and other advisory bodies to the public decision-making process.

13. Support the maintenance of a positive and constructive work place environment for Town employees and for citizens and businesses dealing with the Town. Members of the Town Council, Planning Commission, the Architectural and Site Review Board, and other advisory bodies shall recognize their special role in dealings with Town employees and must in no way create the perception of inappropriate direction to staff. Council should never express concerns about the performance of a Town employee in public, to the employee directly, or to the employee's supervisor. Negative comments about staff performance should only be made to the Town Manager through private conversation or correspondence.

14. Refrain from accepting gifts, favors, or promises of future benefits, which might compromise or tend to impair independence of judgment or action.

15. Refrain from appearing as a compensated representative at any time before the Town Council, Commission, Board, or Town staff in connection with any case or other matter with which he/she personally participated while an official or employee of the Town for twelve (12) months following the date of separation from elected or appointed office or from Town employment.

B. Compliance with and enforcement of the Code of Ethics and Conduct shall be ensured as follows:

1. The Woodside Code of Ethics and Conduct expresses standards of ethical conduct expected for members of the Woodside Town Council, the Planning Commission, the Architectural and Site Review Board, all volunteer committees, and all employees of the Town. Each individual covered by the Code has the primary responsibility to ensure that he or she understands and meets these standards and complies with all tenets of the Code, so that the public can continue to have full confidence in the integrity of Town government.
2. When a Councilmember or other appointed or elected official has doubt as to the applicability of a provision of the Code to a particular situation, he/she may apply to the Town Council for an advisory opinion and be guided by that opinion when given. The Councilmember or other appointed or elected official shall have the opportunity to present his or her interpretations of the facts at issue and of the applicable provisions of the Code before such advisory decision is made.
3. Members of the Town Council shall intervene when actions of elected and appointed officials that appear to be in violation of the Code of Ethics and Conduct are brought to their attention. The member who is made aware of the alleged violation shall report the complaint to the Mayor, who shall investigate the allegation and shall provide a report of his/her findings to the involved elected or appointed official. If the Mayor is the subject of the complaint, the Mayor Pro Tem shall be responsible for completing the required investigation and report. The report shall be presented to the Town Council at a public meeting of the Council. The Town Council will accept testimony on the matter and determine whether a violation of the Code has occurred.
4. The Town Council may impose sanctions on elected or appointed officials when it determines that a violation of the Code has occurred, including reprimand, formal censure, or, in the case of members of commissions, boards, or committees, removal from office. If the Town Council determines that a member of its body has violated the Code and that such violation may warrant the official's removal from office, it may refer the issue to the San Mateo County Grand Jury, as provided for in Government Code Section 3060.
5. The Town Manager shall provide advice on the applicability of the Code to those Town employees who are subject to the Town Manager's appointment and removal authority, as defined in Woodside Municipal Code section 30.20 (C). The Town Manager shall investigate alleged violations of the Code when they involve those same employees. The Town Manager shall utilize the Town's Personnel Policies and Rules in the conduct of the investigation and in the application of appropriate discipline where an allegation is found to have occurred.

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**PASSED AND ADOPTED** by the Town Council of the Town of Woodside, California, at a meeting thereof held on July 23, 2002, by the following vote of the members thereof:

AYES, and in favor thereof, Councilmembers: Boynton, Goeld, Gordon,  
Hodges, Sinclair, Mayor Tanner  
NOES, Councilmembers: Putnam  
ABSENT, Councilmembers: None  
ABSTAIN, Councilmembers: None

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Mayor of the Town of Woodside

ATTEST:

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Clerk of the Town of Woodside  
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