



**TOWN OF LOS GATOS
COUNCIL AGENDA REPORT**

MEETING DATE: 08/19/2025

ITEM NO: 10

DATE: August 19, 2025
TO: Mayor and Town Council
FROM: Chris Constantin, Town Manager
SUBJECT: **Approve the Town Boards, Committees, and Commissions Code of Conduct Policy**

RECOMMENDATION: Approve the Town Boards, Committees, and Commissions Code of Conduct Policy.

FISCAL IMPACT:

There is no fiscal impact associated with this action.

STRATEGIC PRIORITY:

This item is not associated with a strategic priority; however, it does align with the core goal of civic engagement.

BACKGROUND:

The Town of Los Gatos relies on its Boards, Committees, and Commissions (commonly referred to as "Commissions") to serve as advisory bodies that help gather public input, analyze community concerns, and make policy recommendations to the Town Council. Commissioners must follow legal standards established by State and Federal law, including the Ralph M. Brown Act and conflict-of-interest statutes.

Commissioners are subject to legal standards established by State and Federal law, including the Ralph M. Brown Act and conflict-of-interest regulations. However, there is also a need to establish consistent expectations for conduct and communication that may go beyond legal compliance. A formal Code of Conduct Policy provides this clarity and ensures all members operate with respect, integrity, and professionalism.

PREPARED BY: Wendy Wood
Town Clerk

Reviewed by: Town Manager, Assistant Town Manager, and Town Attorney

SUBJECT: Approve the Town Boards, Committees, and Commissions Code of Conduct Policy

DATE: August 19, 2025

The Town Council currently has an adopted Code of Conduct Policy, which provides guidelines and procedures for Council Members and Commissioners' conduct before, during, and outside of Council meetings. However, at the February 25, 2025, Policy Committee meeting, the Committee directed staff to explore the development of a standalone policy to provide clarity for the roles and conduct of Commissioners. This recommendation was based on the need to distinguish expectations for Commissioners from those that apply to elected officials.

In response to the Policy Committee's direction, staff developed a standalone Code of Conduct Policy based on the structure of the revised Council Code of Conduct and specifically tailored to align with the advisory responsibilities and functional roles of the Town's Boards, Committees, and Commissions. The goal was to ensure that Commissioners clearly understand their responsibilities and the expectations for ethical conduct, respectful communication, and productive engagement in public service.

At the April 22, 2025, Policy Committee meeting, the committee reviewed the proposed updates to the Board, Committee, and Commission Code of Conduct Policy and provided feedback on key revisions. The discussion focused on clarifying the role and expectations of Commissioners, including language related to service at the will of the Council, procedures for activities conducted outside of regular meetings, and communication protocols. The Committee supported the recommended changes and reached consensus on forwarding the updated policy to the Town Council for consideration.

The recommended revisions were presented to the Town Council at its meeting on May 6, 2025. In response to feedback from Council Members and the public at that meeting, staff prepared additional revisions and alternative language options for further Council consideration at a Study Session on June 17. However, due to time constraints, the Council recommended scheduling an additional study session to continue its review and discussion of the policy.

DISCUSSION:

At the August 3, 2025, Study Session, the Council reviewed alternative language proposed by staff and directed staff to incorporate Alternatives 1, 2, 4 and 5 with minor edits. These included adding the sentence, "Nothing in this section limits the Commission from requesting changes to the work plan during the course of the year," to Subsection G (Work Plan) under Section IV. Compliance and Operational Requirements. Council also requested the addition of the phrase "regarding commission matters" to Subsection B(2) under Section VI. Commission Communication for added clarity. Staff has incorporated all Council direction and feedback into the final draft of the policy, which is now submitted for Council consideration and approval.

PAGE 3 OF 3

SUBJECT: Approve the Town Boards, Committees, and Commissions Code of Conduct Policy

DATE: August 19, 2025

CONCLUSION:

The proposed Board, Committee, and Commission Code of Conduct Policy reflects the Council's direction from multiple meetings, incorporating public input and clarifying the process for communication and complaints. The goal of this policy is to promote transparency, accountability, and respectful communication among Town officials and with the public. Accordingly, staff recommends that the Town Council approve the new Board, Committee, and Commission Code of Conduct Policy. Upon adoption, the policy will be distributed to all Boards, Committees, and Commissions and made available on the Town website.

COORDINATION:

This report was prepared in coordination with the Town Manager and the Town Attorney.

ENVIRONMENTAL ASSESSMENT:

This is not a project defined under CEQA, and no further action is required.

Attachments:

1. Draft Board, Committee, and Commission Code of Conduct Policy 2-04