
**CITY OF NAPLES
COMMISSION ON ETHICS
AND
GOVERNMENTAL INTEGRITY**

BYLAWS

Adopted on March 9, 2021 and as amended on May 10, 2021,
May 28, 2021 and June 25, 2021

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ARTICLE I – NAME

A. NAME

The name of the commission shall be the City of Naples Commission on Ethics and Governmental Integrity, hereinafter referred to as the "Ethics Commission."

B. AUTHORIZATION

The Ethics Commission exists by authority of Naples Charter, Article 17.

ARTICLE II – MISSION STATEMENT

In accordance with Article 17 of the Naples Charter, the mission of the Ethics Commission is to support the integrity of our city government and its decision-making process, to build public confidence in city government, to address unethical conduct when it occurs, to train and advise City officials and employees in ethical matters and to serve as the guardian of the public trust.

ARTICLE III – INDEPENDENT ETHICS COMMISSION

A. NUMBER, APPOINTING AUTHORITY AND QUALIFICATIONS

1. The number of members of the Ethics Commission, the appointing authorities, and the qualifications are set forth in the Naples Charter, Article 17.
2. Except as otherwise provided in the Naples Charter, Article 17, to permit the creation of staggered terms for Commissioners, the term of office for each Commissioner shall be for four (4) years. Commission terms shall commence on the 17th day of November.
3. A vacancy in excess of 90 days occurring during the term of a Commissioner may be filled by the appointing authority for the remainder of the term.

B. BUDGET AND EXPENDITURE PROCEDURES

1. The Ethics Commission shall adopt a budget annually based upon the amount authorized by the Naples City Council ("Council").

2. The budget may be amended in conjunction with additional authorization by Council.
3. The budget shall establish spending limits for each category of expenditures. The categories of expenditures shall be consistent with those used by the Council, but may be more detailed.
4. The Ethics Commission shall adjust spending limits for each category based on actual or anticipated expenditures within the total amount authorized by Council.
5. Expenditures and expenditure reporting by the Ethics Commission shall conform to Council's policies.

ARTICLE IV-MEMBERS AND OFFICERS

A. CONDUCT OF MEMBERS

1. An Ethics Commission member ("Commissioner") shall not take any action as a Commissioner that diminishes public trust or gives the appearance of impropriety.
2. Ex parte communications with a Commissioner are not permitted on any issue materially related to the quasi-judicial function of the Commission, including, but not limited to, any pending or reasonably foreseeable complaint or hearing.

An ex parte communication is any communication with a Commissioner by a complainant, a respondent, their representatives or other interested persons regarding a quasi-judicial matter. An ex parte communication does not include any communication made at a publicly noticed meeting or closed session of the Commission. If a Commissioner receives an ex parte communication, the Commissioner will minimize the interaction to the extent reasonably possible. Promptly after the receipt, the Commissioner will disclose to the Executive Director, in writing, the content of the communication and the identity of the person, group, or entity with whom the communication took place, including a copy of any written or electronic communication and responses thereto.

3. The filing by a Commissioner to be a candidate for office of an appointing official of a Commissioner (including Council and the County Commission of Collier County) shall constitute a resignation from the Ethics Commission which shall become effective upon the filing being accepted by the election official.
4. No Commissioner shall hold office in any political party or political committee, actively participate in, endorse, or contribute to any political campaign or political action committee that supports the campaign or candidacy of the City of Naples Mayor, member of City Council, or any person listed in Naples Charter Article 17, Section 17.1. (2) (a)-(d); allow his or her name or likeness to be used by a campaign or political action committee in support of or against any candidate referred to herein above. Nothing herein shall preclude a Commissioner from signing a petition in support of or against any referendum or ballot questions involving the City of Naples. For purposes of this provision, "support" includes (i) allowing a yard sign to be displayed in any property occupied by or owned by a Commissioner and (ii) wearing any article of clothing (such as a shirt or hat) or an article of adornment (such as a pin), with the result that those activities are prohibited.

B. OFFICERS

1. The Ethics Commission shall elect from their members a Chair and Vice Chair with each member, including nominees, able to vote.
2. The Chair and Vice Chair shall be elected for a term of one (1) year at the last regular meeting of the Ethics Commission in each calendar year and shall assume office as of January 1 following the meeting. No Commissioner may serve successive terms as Chair or Vice Chair. The Vice Chair may succeed the Chair.
3. The Vice Chair shall perform the duties of the Chair when the Chair is unable to act or when the Chair makes a motion until the motion has been disposed of before the Ethics Commission.

ARTICLE V-ETHICS COMMISSION STAFF

A. EXECUTIVE DIRECTOR OF THE ETHICS OFFICE

1. The Executive Director is appointed by and serves at the pleasure of the Ethics Commission. The Executive Director is the chief executive of the Ethics Office.
2. The Executive Director shall operate under the exclusive jurisdiction of, and report to, the Ethics Commission.
3. The Ethics Commission shall establish the job description for and perform annual evaluations of the Executive Director.
4. The Executive Director shall perform such duties as are included in the job description or directed by the Ethics Commission.
5. The Ethics Commission shall hire and may discipline or terminate at will the employment of the Executive Director.
6. In the absence of the Executive Director, the Chair, or one or more other Commissioners designated by the Chair, shall have the assigned responsibilities of the Executive Director.

B. ETHICS COMMISSION COUNSEL

1. Independent legal counsel ("Counsel") will be provided through contract counsel selected by the Ethics Commission to advise the Ethics Commission as to matters of law under its jurisdiction.
2. The Ethics Commission may appoint and hire additional contract counsel to assist the Ethics Commission for conducting investigations, prosecuting complaints, or otherwise.
3. Counsel shall assist in the preparation of orders for the Ethics Commission.
4. Advice of Counsel may be received and entered in the minutes before disposition of any question of law or matter requiring legal interpretation or advice at Ethics Commission meetings.
5. Unless otherwise approved by the Ethics Commission, Counsel shall attend all Ethics Commission meetings virtually or in person.
6. Counsel shall provide proposed written advisory legal

opinions upon request of the Chair or the Executive Director. Upon consideration and approval of a proposed opinion by the Commission, it shall become an official opinion of the Commission.

7. All legal counselors shall be members of the Florida Bar in good standing.

C. ADVOCATES

1. The Executive Director shall serve as the Advocate or may appoint contract counsel to serve as Advocates as needed. An Advocate shall be a member of the Florida Bar in good standing.
2. Advocates are appointed by and serve at the direction of the Ethics Commission or the Executive Director and shall prosecute cases before the Ethics Commission. Advocates may be relieved or replaced for any reason at any time.
3. Advocates may serve on a volunteer basis.

D. INVESTIGATORS

1. The Executive Director shall serve as an Investigator or may appoint independent contractors to serve as Investigators on a case-by-case basis as directed by the Ethics Commission.
2. Investigators serve at the direction of the Executive Director and may be relieved or replaced for any reason at any time.
3. Upon completion of an investigation, an Investigator shall prepare a narrative investigative report and submit said report to the Ethics Office.
4. An Investigator shall be available to testify at hearings related to the investigation.

ARTICLE VI – COMMITTEES

[RESERVED]

ARTICLE VII – MEETINGS

A. AGENDA

1. There shall be a written agenda for each meeting.
2. The written agenda shall be presented in substantially in the following format:

AGENDA

(Location, date and time)

- I. Closed Session (if applicable)
 - a.) Call to Order
 - b.) Roll Call
 - c.) Consideration of Complaints
 - d.) Adjournment of Closed Session
 - II. Public Session
 - a.) Call to Order
 - b.) Roll Call
 - c.) Pledge of Allegiance
 - d.) Approval of Minutes
 - e.) Public Comment
 - f.) Bylaw and Code Amendments (if applicable)
 - g.) Consideration of Complaints (if applicable)
 - h.) Matters from Commission Members
 - i.) Correspondence and Communications
 - j.) Public Comment
 - k.) Dates of Next Commission Meetings
 - l.) Adjournment of Public Session
3. The Executive Director will receive input and prepare an agenda for consideration by the Chair.
 4. The Chair will approve the final agenda to be provided to Commissioners and published.
 5. The agenda shall be provided to the Commissioners and public at least 48 hours prior to the meeting.
 6. Commissioners may suggest agenda items for future

meetings during the new business portion of the meeting.

B. QUORUM

No action shall be taken absent a quorum. Three or more members of the Ethics Commission physically present shall constitute a quorum, and at least three affirmative votes are required to approve any motion or other action by the Ethics Commission.

C. ATTENDANCE BY ELECTRONIC MEANS

A Commissioner may attend a meeting by electronic means but that attendance shall not be counted towards a quorum. A Commissioner attending a meeting by electronic means shall vote as otherwise required as if the Commissioner were physically present.

D. PUBLIC NOTICE, PUBLIC INPUT, AND PUBLIC COMMENT

1. All meetings will be open to the public except as otherwise provided by law.
2. The Executive Director shall provide to the City Clerk's Office a schedule of its meetings and will ensure agendas and minutes are available to the public in accordance with the State of Florida Sunshine Laws as found in section 286.011, Florida Statutes.
3. Members of the public shall be given a reasonable opportunity to be heard at meetings on any issue before the Ethics Commission. The opportunity to be heard need not occur at the same meeting at which the Ethics Commission takes official action on the issue if the opportunity occurs at a meeting that is during the decision making process and is within reasonable proximity in time before the meeting at which the Ethics Commission takes the official action.
4. Each member of the public desiring to address the Ethics Commission shall do so from a podium or other location designated by the Chair, shall be recognized by the Chair, and shall state his or her name and address in an audible tone for the record. Prior to being recognized by the Chair, a speaker form approved by the Ethics Commission shall be submitted to the Chair. Any remarks shall be addressed to

the Ethics Commission and not to any particular Commissioner.

5. The Chair may limit the period of speaking to a reasonable period of time of no more than three minutes per person, excluding any question and answer initiated by a member of the Ethics Commission. Personal attacks and indecorous language shall be out of order.
6. Any public speakers addressing matters deemed by the Chair to be repetitious or outside the Ethics Commission's jurisdiction may be limited to a period of time of no more than one minute per person.

E. MINUTES AND TRANSCRIPTS

The Executive Director will ensure that written minutes of all proceedings are transcribed and maintained by the Ethics Commission. The Executive Director will provide a copy of written minutes for all public meetings to the City Clerk's Office. The Executive Director will provide a copy of transcripts for all closed meetings to the City Clerk's Office upon the subject of the closed meeting becoming public. All actions taken at the meetings of the Ethics Commission will be properly and promptly recorded.

F. REGULAR AND SPECIAL MEETINGS

The Ethics Commission will meet routinely based upon an adopted meeting schedule, which will be provided to the City Clerk. In all events, the Ethics Commission will hold a regular meeting at least once every two months except for July and August. The Ethics Commission may meet more often if required. The meeting date may be changed by the Chair with at least five (5) calendar days notice to the Commissioners. Special meetings may be called by the Chair or at the request of any two Commissioners. All meetings will be conducted in accordance with these Bylaws and Florida law.

G. NOTICE OF MEETINGS

Notice of meetings will be posted on the City of Naples’s calendar, on the Ethics Commission webpage, and otherwise provided as required by law.

H. CLOSED SESSIONS

1. Pursuant to section 112.324, Florida Statutes, any portion of a proceeding conducted by the Ethics Commission under its authority as a local investigatory body, pursuant to a Complaint or preliminary investigation, is exempt from section 286.011, Florida Statutes; Section 24(b), Art. I of the State Constitution; and section 120.525, Florida Statutes.
2. Pursuant to Section 112.324, Florida Statutes, any portion of a proceeding of the Ethics Commission in which a determination regarding a referral is discussed or acted upon is exempt from section 286.011, Florida Statutes; and Section 24(b), Art. I of the State Constitution and section 120.525, Florida Statutes.
3. These exemptions apply until:
 - a. The Complaint is dismissed by the Ethics Commission as legally insufficient;
 - b. The subject of the Complaint requests in writing that such records and proceedings be made public;
 - c. The Ethics Commission determines that it will not investigate the referral; or
 - d. The Ethics Commission finds probable cause exists to believe that a violation has occurred.

ARTICLE VIII – VOTING

A. VOTING AND ABSTENTION

1. Each Commissioner shall be entitled to one (1) vote and shall cast that vote on each item submitted when the Commissioner is not prohibited from voting.

2. Proxy votes and absentee ballots shall not be permitted. Commissioners shall only abstain from a vote when there is a conflict of interest that precludes voting in which case, the Commissioner must comply with the conflict of interest disclosure procedure.
3. No Commissioner shall vote on any matter involving an alleged violation of the Ethics Code unless the Commissioner bases his or her determination on all facts, evidence, and testimony received by the Ethics Commission in the matter.
4. Unless expressly provided otherwise in bylaws or administrative policies and procedures or required by law or ordinance, at least three affirmative votes are required to approve any motion or other action by the Ethics Commission.
5. No motion made by a Commissioner shall require a second to be considered.

B. VOTING CONFLICTS

1. No Commissioner shall vote upon any measure which would inure to such Commissioner's special private gain or loss; or which the Commissioner knows, or should know, would inure to the special private gain or loss of any principal by whom the Commissioner is retained, or to the parent organization or subsidiary or a corporate principal by which the Commissioner is retained other than the city, or to a relative or business associate of the Commissioner. Such Commissioner shall, upon discovery, and prior to the vote being taken, publicly state the nature of the Commissioner's interest in the matter from which the Commissioner is abstaining from voting and refraining from any discussion on the matter and, within 15 days after the vote occurs, disclose the nature of the Commissioner's interest as a public record in a memorandum filed with the person responsible for recording the minutes of the meeting, who shall incorporate the memorandum in the minutes.
2. In the event that disclosure has not been made prior to the meeting or that any conflict is unknown prior to the meeting, the disclosure shall be made orally at the meeting when it becomes known that a conflict exists. A written memorandum disclosing the nature of the conflict shall then be filed within

15 days after the oral disclosure with the person responsible for recording the minutes of the meeting and shall be incorporated into the minutes of the meeting at which the oral disclosure was made. Any such memorandum shall become a public record upon filing, shall immediately be provided to the other Commissioners, and shall be read publicly at the next meeting held subsequent to the filing of this written memorandum.

3. No Commissioner shall absent himself or herself from a meeting or portion of a meeting for the purpose of avoiding disclosure of a conflict or to avoid voting or abstain from voting on a measure where there is no conflict, appearance of a possible conflict, or basis for recusal.

ARTICLE IX – COMPLAINT PROCEDURES

A. COMPLAINTS

1. The Executive Director will maintain a log of all Complaints received using the Ethics Commission's form. The Executive Director will provide this log at every regularly scheduled meeting.
2. The Executive Director will receive all Complaints.
3. All Complaints within the jurisdiction of the Ethics Commission, including, but not limited to, local corruption, fraud, waste, mismanagement, campaign finance, conflicts of interest, corruption, Ethics Code violations, and voting conflicts, shall be given a tracking number.
4. The policies and procedures for receiving and processing Complaints will be established by the Ethics Commission.
5. If a matter based upon substantially the same set of facts is the subject, or likely to become the subject, of another proceeding or an ongoing investigation in a different jurisdiction, including, but not limited to, personnel action, law enforcement investigation, State ethics or judicial proceedings, then the Commission may stay its proceedings until the other proceeding or investigation has been completed. The outcomes in the other proceeding or from the other investigation may be considered but do not bind, the Commission's proceedings under this ordinance. At any time, the Commission may refer matters before it to other authorities and then stay its

proceedings.

6. **[RESERVED]**

7. **[RESERVED]**

ARTICLE X – ADMINISTRATIVE HEARING PROCEDURES

Pursuant to Section 17.1 of the Naples Charter, Code of Ordinances, City of Naples, Florida, the Ethics Commission shall adopt separate due process policies and procedures for the administration of the Ethics Commission and the processing, prosecution, and adjudication of ethics complaints consistent with the laws of the State of Florida.

ARTICLE XI - AMENDING, WAIVING, OR SUSPENDING ETHICS COMMISSION BYLAWS

- A. These bylaws may be amended by the Ethics Commission. An amendment may be proposed by a Commissioner at any meeting of the Ethics Commission. A proposed amendment shall not be voted upon until the following meeting unless the amendment was included in the notice for the meeting and time for public comment is allowed. Not less than 48 hours prior to the meeting at which the amendment is to be voted upon, Commissioners shall be sent a copy of such proposed change.
- B. Upon a unanimous vote, a bylaw may be suspended or waived at any meeting by the Commissioners, unless doing so would violate applicable law.

ARTICLE XII - SEVERABILITY

If any portion of these Bylaws is for any reason held to be unconstitutional, such decision shall not affect the validity of the remaining portions of the Bylaws.

ARTICLE XIII - BYLAWS AND EFFECTIVE DATE

These Bylaws became effective on March 9, 2021 and were amended on May 10, 2021 and May 28, 2021.