

**AN ORDINANCE OF THE VILLAGE OF INNSBROOK, MISSOURI, REPEALING ORDINANCE NO. 4 AND ORDINANCE NO. 5 AND ENACTING NEW PROVISIONS RELATING TO THE QUALIFICATIONS, POWERS, DUTIES, AND PROCEDURES OF THE BOARD OF TRUSTEES AND CHAIRPERSON OF THE BOARD OF TRUSTEES**

**WHEREAS**, pursuant to § 80.080, RSMo., the Board of Trustees of any Village “[...] may determine the rules of their own proceedings [:]” and

**WHEREAS**, on July 23, 1998, the Board of Trustees of the Village of Innsbrook, Missouri, enacted Ordinance No. 4, relating to the office of Chairman of the Board of Trustees; and

**WHEREAS**, on July 23, 1998, the Board of Trustees of the Village of Innsbrook, Missouri, enacted Ordinance No. 5; and

**WHEREAS**, the Board of Trustees of the Village of Innsbrook, Missouri, desires to repeal Ordinance No. 4 and Ordinance No. 5, and enact new provisions regarding the Qualifications, Powers, Duties and Procedures of the Board of Trustees and Chairperson of the Board of Trustees as provided herein.

**NOW THEREFORE, BE IT ORDAINED BY THE BOARD OF TRUSTEES OF THE VILLAGE OF INNSBROOK, AS FOLLOWS:**

**Section 1.** That Ordinance No. 4 and 5 of the Village of Innsbrook, Missouri, shall be and hereby are repealed.

**Section 2. Election-Term-Duties and Powers.** The Board of Trustees, consisting of five (5) members, shall be elected to Village office for two-year terms. The corporate powers and duties of the Village shall be vested in the Board of Trustees.

**Section 3. Trustees Qualification.** No person shall be Trustee unless he or she is at least twenty-one (21) years of age prior to taking office, a citizen of the United States, and a resident of the Village of Innsbrook, Missouri, for one year immediately preceding his or her election.

**Section 4. Oath-Compensation.** Each Trustee of the Board of Trustees shall take the oath of office prescribed by statute and shall receive no compensation.

**Section 5. Chairperson and Board Clerk.**

**A. Chairperson Duties and Powers.**

1. At the first regular meeting of the Board of Trustees after the municipal election in each year, which meeting shall occur at the time fixed by ordinance, but shall not be later than twenty (20) days after their appointment or election, the Board of Trustees shall elect one of

its members Chairperson who shall hold office for the term of one (1) year, and who shall preside at the meetings of the Village, but in case of his or her absence at any meeting, the Board may appoint a Chairperson Pro Tempore; provided that in the absence of the Chairperson and the Chairperson Pro Tempore, the Board of Trustees may select one of its members present to preside at such meetings, who shall be styled "acting Chairperson Pro Tempore." In the case that the Chairperson shall die, resign, be removed from office or be removed from the Village, the Board of Trustees shall appoint one of their number Chairperson as provided by law, who shall hold the office for the unexpired term.

2. The Chairperson shall be the chief executive officer of the Village and shall be recognized as the official head of the Village by the Governor for all legal purposes. The Chairperson shall preside at all meetings of the Village and all ceremonial purposes. The Chairperson shall execute, on behalf of the Village, all contractual and legal documents approved by the Board of Trustees. The Chairperson shall be the chairperson of and preside over the Board of Trustees and may vote on any proposition before the Board, as provided by law. Except as provided by statute, the Chairperson shall have all such other powers and duties as set for by statute or by enactment of the Board of Trustees.

3. The Chairperson of the Board of Trustees shall cause to be printed and published the bylaws and ordinances of the Board of Trustees, for the information of the inhabitants, and cause the same to be carried into effect.

**B. Board Clerk.** The Board shall also, within the same time provided in Subsection (A), elect one of its members as Board Clerk.

**Section 6. Regular Meetings.** The regular meetings of the Board of Trustees shall be on the third Thursday of each month beginning at 5:00 pm and no further notice of such regular meetings shall be required provided that if such meeting date should fall on a legal holiday or if there is no quorum present, the meeting shall be held on the following day at 5:00 pm. The meeting place of the Board of Trustees shall be at the Village Hall unless otherwise ordered by the Board of Trustees.

**Section 7. Special Meetings.** Special meetings may be called by the Chairperson or by any two (2) members of the Board of Trustees upon at least twenty-four (24) hours prior written notice to all members and the Chairperson, in accordance with the provisions of the Missouri Sunshine Law, § 610.010, RSMo., *et seq.*, as amended.

**Section 8. Open to the Public.** All meetings of the Board of Trustees, Planning and Zoning Commission, Board of Adjustment, and all other boards, commissions, committees, and agencies of the Village of Innsbrook, and any committee or subcommittee thereof, shall be deemed to be public meetings, open to the public, except when meeting for ministerial or social purposes or as otherwise provided by law.

**Section 9. Executive (Closed) Session.** A closed executive session may be convened on affirmative public vote of a majority of the Trustees present at a meeting of the Board of Trustees. Closed meetings may be called for any reason permitted by the Missouri Sunshine Law, § 610.021, RSMo., as amended, upon compliance with any mandatory procedures. The Chairperson or any two (2) members of the Board of Trustees may cause the Village Clerk to publish appropriate notice of the

intent to convene a closed executive session pursuant to § 610.022.2, RSMo., as amended. Attendance in a closed executive session shall be limited to such persons as the Board of Trustees may require for advice and information.

**Section 10. Quorum.** Three (3) members of the Board of Trustees shall constitute a quorum to do business, but no action thereof shall be valid unless at least three (3) Trustees vote in favor of such action. A smaller number may adjourn from day to day.

**Section 11. Journal and Attendance.** The Board of Trustees shall cause to be kept a journal of its proceedings, and the yeas and nays of the members shall be entered on any question at the desire of any member. The Board of Trustees may prescribe and enforce such rules as may be necessary to secure the attendance of its members in the expeditious transaction of its business.

**Section 12. Enactment of Ordinances.** The style of the ordinances of the Village of Innsbrook shall be as follows” “Be it ordained by the Board of Trustees of the Village of Innsbrook as follows:” No ordinance shall be passed except by bill, and no bill shall become an ordinance unless on its passage a majority of all the members of the Board of Trustees vote therefor, and the ayes and nays shall be entered on the journal. Every proposed ordinance shall be introduced to the Board of Trustees in writing and shall be read by title or in full two times prior to passage, both readings may occur at a single meeting of the Board of Trustees. If the proposed ordinance is read by title only, copies of the proposed ordinance shall be made available for public inspection prior to the time the bill is under consideration by the Board of Trustees. All ordinances shall be in full force and effect from and after their passage after being duly signed by the Chairperson of the Board of Trustees and attested by the Village Clerk.

**Section 13. Order of Business.** The business of all regular meetings of the Board of Trustees shall be transacted in the following order, unless the Board of Trustees by a majority vote of Trustees present votes to suspend the rules and change the order.

1. Call to Order
2. Pledge of Allegiance
3. Roll Call
4. Adoption and Approval of Agenda
5. Approval of Meeting Minutes
6. Approval of Financial Reports
7. Approval of Expenditures
8. Public Hearing
9. Public Comment
10. Chairperson’s Report
11. Department/Committee Reports
12. New Business
  - a. Bills and Resolutions
13. Old Business
  - a. Tabled Bills and Resolutions
14. Trustee Announcements
15. Executive Session
  - a. If deemed necessary by the Board and brought forth by motion and vote.

## 16. Adjournment

**Section 14. Rules of Procedure.** The following rules of procedure shall govern the conduct of all meetings of the Board of Trustees, although these rules, other than those prescribed by statute, may be suspended at any time by the consent of a majority of the Board of Trustees present at any meeting.

**Rule 1.** The presiding officer shall decide all questions of order.

**Rule 2.** Any member of the Board of Trustees may appeal to the Board of Trustees from a ruling of the presiding officer. If the appeal is seconded, the member making the appeal may briefly state his reasons for the same, and the presiding officer may briefly explain his ruling; but there shall be no debate on the appeal, and no other member shall participate in the discussion. The presiding officer then shall put the question, "Shall the decision of the Chair be sustained?" If a majority of the Board of Trustees present vote "aye" the ruling of the Chair is sustained; otherwise, it is overruled. For purposes of this section, the Chair may not vote on the question. A tie vote sustains the Chair.

**Rule 3.** Trustees and other officers shall occupy their respective seats in the Board of Trustees Chamber assigned to them by the Chairperson.

**Rule 4.** A member of the Board of Trustees discussing a question shall address the Chairperson and no member of the Board of Trustees has the floor until recognized by the Chairperson.

**Rule 5.** When recognized by the Chair, a Trustee shall confine himself or herself to the question under debate, avoid personalities and refrain from impugning the motives of any other member's argument, or vote. No member shall address the Chair or demand the floor while any vote is being taken.

**Rule 6.** Any Trustee shall have the right to express dissent from or protest against any ordinance or resolution of the Board of Trustees and have the reason therefore entered into the minutes. Such dissent or protest must be filed in writing, couched in respectful language, and presented to the Board of Trustees not later than the next regular meeting following the date of passage of the ordinance or resolution objected to.

**Rule 7.** Precedence of Motions. When a question is before the Board of Trustees, no motion shall be entertained except:

1. To adjourn
2. To fix hour of adjournment
3. To lay on table
4. For previous question
5. To postpone to a certain day
6. To refer
7. To amend
8. To postpone indefinitely

These motions shall have precedence in the order indicated. Any such motion, except a motion to amend, shall be put to a vote without debate.

**Rule 8.** All motions and amendments shall be reduced to writing at the request of the Chairperson or any Trustee and shall be handed to the Village Clerk, who shall read the same to the Board of Trustees. When a motion is made and seconded, it shall be stated by the Chair before debate. A motion may not be withdrawn by the mover without the consent of the Trustee seconding it and the approval of the Board of Trustees.

**Rule 9.** The presiding officer may at any time, by a majority vote of the Board of Trustees, permit a Trustee to introduce an ordinance, resolution, or motion out of the regular order.

**Rule 10.** A motion to adjourn shall be in order at any time, except as follows:

- a. When repeated without intervening business or discussion.
- b. When made as an interruption of a Trustee speaking.
- c. When the previous question has been ordered.
- d. While a vote is being taken.

A motion to adjourn is debatable only as to the time to which the meeting is adjourned.

**Rule 11.** After the decision on any question, any Trustee who voted with the majority may move a reconsideration of any action at the same or the next succeeding meeting, provided, however, that a resolution authorizing or relating to any contract may be reconsidered at any time before final execution thereof. A motion to reconsider requires a simple majority for passage. After a motion for reconsideration has once been acted on, no other motions for reconsideration thereof shall be made without unanimous consent.

**Rule 12.** Any ordinance that shall have had its first reading (and not then read a second time) when presented to the Board of Trustees, shall, if not at the same meeting, be taken up by the Board of Trustees at its next session and shall be read the second time, and thereupon shall be open for debate and amendment. On the close of the debate the presiding officer shall entertain a motion to vote on the ordinance for final passage.

**Rule 13.** No vote or action of the Board of Trustees shall be rescinded at any special meeting unless there be present at such meeting as many members of the Board of Trustees as were present when such vote or action was taken.

**Rule 14.** Any person in attendance at an executive session shall not violate the confidentiality of the discussion taking place during the session, except as to any portions thereof which may clearly transgress the Missouri Sunshine Law.

**Rule 15.** The Chairperson shall set the agenda for each regular meeting and each special meeting, and shall make the same known to the Board of Trustees and to the press as far in advance of such meeting as may be practicable. The published agenda may be altered or suspended by vote of the Board of Trustees present and voting.

**Rule 16.** The general public shall be afforded an opportunity to address the Board of Trustees during the portion of the order of business set aside for public comments or public hearing consistent with Ordinance No. 379.

**Section 15. Robert's Rules.** The rules contained in the current edition of Robert's Rules of Order Newly Revised shall be the parliamentary authority and shall govern the conduct of all meetings of the Board of Trustees in all cases where they are not inconsistent with statute or with the Rules of Procedure herein or hereafter adopted.

**Section 16. Appointment to Fill Vacancy.** All vacancies of the Board of Trustees shall be filled by the remaining Trustees of the Board. In case the office of Chairperson becomes vacant, the remaining Trustees shall select one of their own number as temporary Chairperson and then proceed to select some person to fill such vacancy; provided the Chairperson or temporary Chairperson shall have no vote except in case of a tie.

**Section 17. Deviation from Board of Trustee Procedure.** Any deviation or defect in compliance with any procedure for the enactment of ordinances or of any other Board of Trustees procedure or rule shall not affect the validity or enforceability of any enactment finally approved unless necessarily invalidated under the laws of Missouri.

**Section 18. References.** Any reference to Ordinance No. 5 in any other Ordinance of the Village of Innsbrook, shall be deemed to be a reference to this Ordinance No.381.


**Section 19. Effective Date.** This Ordinance shall be in full force and effect from and after its passage and approval.

**Section 20. Severability Cause.** If any term, condition, or provision of this Ordinance shall, to any extent, be held to be invalid or unenforceable, the remainder hereof shall be valid in all other respects and continue to be effective and each and every remaining provision hereof shall be valid and shall be enforced to the fullest extent permitted by law, it being the intent of the Board of Trustees that it would have enacted this Ordinance without the invalid or unenforceable provisions. In the event of a subsequent change in applicable law so that the provision which had been held invalid is no longer invalid, said provision shall thereupon return to full force and effect without further action by the Village and shall thereafter be binding.

**Section 21. Savings Clause.** Nothing contained herein shall in any manner be deemed or construed to alter, modify, supersede, supplant or otherwise nullify any other Ordinance of the Village or the requirements thereof whether or not relating to or in any manner connected with the subject matter hereof, unless expressly set forth herein.

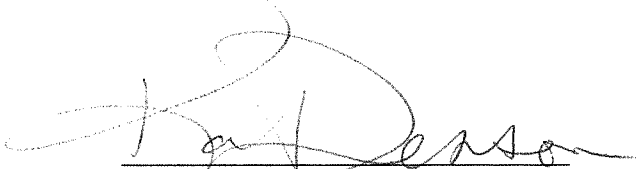
Said Bill was passed and approved this 20th day of November, 2025, by the Board of Trustees of the Village of Innsbrook, Missouri, after having been read by title or in full two times prior to passage.

[Signature Page to Follow]

  
Cynthia Bowers, Chairperson  
Village of Innsbrook, Missouri

(seal)

ATTEST:

  
Karen Denson  
Village Clerk