

Public Comment to the Santa Clara Charter Review Committee

Re: Agenda Item 1 (File 26-657) — Staff Presentation of the Proposed "Final" Draft Charter Update

Charter Review Committee meeting, Wednesday, June 3, 2026

Members of the Committee,

Santa Clara has already set down, in its own words, the standard it means to live by. Its Code of Ethics & Values opens: "The proper operation of democratic government requires that decision-makers be independent, impartial, and accountable to the people they serve." It closes by naming the stakes: "Because we seek public confidence in the City's services and public trust of its decision-makers, our decisions and our work must meet the most demanding ethical standards and demonstrate the highest levels of achievement in following this code."

The proposed Charter makes a promise of its own: that the people adopt it to govern "in an open, fair and effective manner." I ask you to measure the draft against both standards before recommending it to the voters. On three counts it falls short, and on each the shortfall runs the same direction.

How can it be open when the draft removes the public's right to see an ordinance before it is passed? Proposed Section 403.5 eliminates the current requirement that a proposed ordinance be published *before* the Council votes, replacing it with notice *after* adoption — the stated reason being that pre-vote publication is inconvenient because an ordinance "might not pass." Agendas still post in advance, true; but the one guarantee that an ordinance's full text would be public *before* the vote is removed, for convenience. And nowhere does the draft secure a meaningful right to public engagement and input before decisions are made. When advance visibility is treated as a burden rather than a right, that is the habit a charter should correct — not codify.

How can it be fair or effective when the Stadium Authority is left out entirely? The draft spells out the duties of the Council, the Mayor, the City Manager, the City Attorney, and the Director of Finance — whose charge expressly includes the finances of the City's "enterprises." Every one of these officials also carries Stadium responsibilities; the Council sits as the Stadium Authority Board. Yet the Authority appears nowhere, and the draft never requires these officials to resolve the conflict between their City and Stadium roles. We are told the Authority is excluded because it is a separate legal entity — but by the City's own account it was made separate so the City "is not liable for the debts or obligations" of the Authority, to protect the General Fund, not to exempt the same officials from the ethics the

City imposes on itself. A charter that describes these officials' roles while omitting one of their most consequential ones describes an incomplete government.

How can it meet "the most demanding ethical standards" when it reduces ethics to the legal floor? The draft's only ethics provisions are two hours of training every two years "as required by state law" and conflict-of-interest rules that apply "per state/local law" — the minimum the law already requires. An independent Ethics Commission is not a new idea here: two Civil Grand Juries recommended one ("Unsportsmanlike Conduct," 2022; "Irreconcilable Differences," 2024). In its official response to the latter — approved 7-0 and filed with the Superior Court — the City Council, sitting also as the Stadium Authority Board, answered that recommendation: "agrees with the recommendation, and it will be implemented," targeting 2025. Yet a written comment dated May 17, 2026 records that Group Four declined to recommend a commission in the Charter, calling it potentially "controversial" and a "Level 4 idea for a future CRC." What the City told a judge it would implement, it now treats as a someday-maybe. A city cannot earn the "public trust of its decision-makers" its own Code calls for while writing the weakest possible ethics into the one document that would make them last.

Before recommending this draft, I respectfully ask the Committee to consider the questions on the attached page — the questions any resident asked to vote on this Charter deserves to have answered.

Respectfully submitted,

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These issues are explored in more detail at PublicTrustNow.com — an independent, nonpartisan site examining Santa Clara through an ethics and public-trust lens.

"Open, Fair, and Effective"

What an Ethical Charter Would Actually Require — and the Questions Every Santa Clara Should Ask Before Voting

Santa Clara has already set down, in its own words, the standard it means to live by. The City's Code of Ethics & Values opens: "The proper operation of democratic government requires that decision-makers be independent, impartial, and accountable to the people they serve." It closes by naming what is at stake and raising the bar to meet it: "Because we seek public confidence in the City's services and public trust of its decision-makers, our decisions and our work must meet the most demanding ethical standards and demonstrate the highest levels of achievement in following this code."

The proposed City Charter makes a promise of its own. The people adopt it, it says, to govern their city "in an open, fair and effective manner."

Those are the right aspirations. They are also the right standard against which to judge the document itself. A charter is not an ordinary law. It is the city's constitution — the framework every future Council inherits and the one set of rules a Council cannot quietly rewrite on its own. Whatever the people want their government to honor permanently must live here, or it does not live at all.

So the question for Santa Clara is simple: **Does this Charter deliver what its own words promise?**

On the matters that determine whether a government earns public trust, the answer is not yet — and the rest of this page asks the questions that show why.

Santa Clara Has Done This Before

This is not a city that has to imagine what ethical leadership looks like. It built it, and the state took notice.

In 1999, Santa Clara partnered with Santa Clara University's Markkula Center for Applied Ethics to create a new Code of Ethics and Values — and won a League of California Cities Helen Putnam Award for Excellence for it. The City's own award application stated the goal plainly: to make Santa Clara "a better community, built on mutual respect and trust," and to "promote and maintain the highest standards of personal and professional conduct in the City's government."

It was not a compliance checklist. As the application put it, "it is good to have a code, better to have a useful code, but best to have a code that emerges from a consensus of core values." And the code spoke in the first person — commitments each official made their own: "I am trustworthy, acting with the utmost integrity and moral courage." "I am fair, distributing benefits and burdens according to consistent and equitable criteria." "I make impartial decisions, free of bribes, unlawful gifts, narrow political interests, and financial and other personal interests that impair my independence of judgment or action."

That is the standard the City set for itself, and was recognized for meeting. A draft Charter that now reduces ethics to two hours of training every two years is not building on that legacy. It is walking away from it. The question worth holding through everything that follows: **why would a city write into its own constitution far less than it once held up as a model for others?**

How Can It Be Open?

A government is open when residents can see what it is about to do in time to have a say.

The draft moves in the opposite direction. Current charter rules require that a proposed ordinance be published *before* the Council votes on it. The proposed Section 403.5 removes that requirement and replaces it with publication *after* adoption — once the decision is already made. The stated reason is administrative: publishing in advance is inconvenient because an ordinance "might not pass."

That reasoning inverts the purpose of public notice. The point of publishing before a vote is precisely so the public can weigh in *while the outcome is still open*. The draft's defenders will note, fairly, that meeting agendas still post in advance. But the single guarantee that an ordinance's full text would be published before the vote is the thing being removed — and the reason given is that it is a nuisance to publish something that might not pass. Treating that window as a burden, rather than the entire point, is how a government stops being open without ever announcing it.

Questions to ask: Why is the public's chance to see an ordinance before it passes being removed? Who benefits when decisions become visible only after they are final?

How Can It Be Fair — or Effective?

A government is fair when the same rules apply to everyone who exercises its power. It is effective when its constitution accounts for what the government actually does.

The draft carefully defines the duties of the City Council, the Mayor, the City Manager, the City Attorney, and the Director of Finance — whose charge, in the draft's own words, extends to the financial affairs of the City's "enterprises." Every one of these officials also carries Stadium responsibilities. The Council sits as the Stadium Authority Board. The City Manager, City Attorney, and Director of Finance serve the Authority's operations and finances. Yet the Santa Clara Stadium Authority — the joint powers authority that owns Levi's Stadium and manages hundreds of millions of dollars in public assets — appears nowhere in the Charter. The officials whose duties the Charter spells out in one capacity simply vanish from it in another.

That omission is not abstract. These same officials face a standing conflict of interest: they decide matters as the City and as the Stadium Authority, whose interests do not always align. The draft never requires them to disclose, manage, or resolve that conflict — the very conflict the City currently leaves unaddressed.

And the conflict does not sit in a vacuum. Independent expenditure committees funded by the stadium's tenant have spent heavily to shape who holds these dual-role offices — sums that, in recent cycles, dwarfed what the candidates themselves raised. When the spending that helps elect an official comes from a party with business before both the City and the Stadium Authority that official governs, the public is entitled to a Charter that at least requires the conflict to be named and managed. This draft requires nothing of the kind.

A charter that describes an official's role on the Council but is silent on that same official's role over a stadium built with public money is not describing the whole government. It is describing the part that is convenient to describe.

We are told the Stadium Authority is excluded because it is a separate legal entity. But consider why it was made separate. The City's own description is clear: the Authority is "structured so that the City is not liable for the debts or obligations of the Santa Clara Stadium Authority." The separateness exists to protect the General Fund from the Authority's financial risk — not to protect the Authority's operations, or the officials who run them, from the ethics and public-trust standards the City imposes on itself. The City already acknowledges the overlap in its own policies, which note that "the seven elected members of the City Council also serve as the governing board for the Stadium Authority." If the same seven people govern both, the only way the "separate entity" argument shields the Authority from ethics requirements is if the City has decided it no longer expects ethical leadership and concern for public trust from its Council and senior staff when they put on their Stadium Authority hats. That cannot be the intent — and the Charter should say so.

Questions to ask: Why does the Charter define every major city role except the one that governs the city's largest public asset? If the same people govern both the City and the Stadium Authority, why does the Charter never require them to resolve the conflict between those roles? Who benefits when the most consequential body in the city is the one the constitution does not mention?

How Can It Meet "The Most Demanding Ethical Standards"?

A government is effective at ethics when it builds something durable — not when it restates the law and calls it done.

The draft's ethics provisions are two hours of training every two years "as required by state law," and conflict-of-interest rules that apply "per state/local law." State law is a floor. A charter is the one instrument a city has to stand above that floor and keep itself there. This draft does not attempt it.

Two Civil Grand Jury reports — "Unsportsmanlike Conduct" (2022) and "Irreconcilable Differences" (2024) — recommended an independent Ethics Commission. And the City did not merely receive that recommendation; it accepted it. In its official response to "Irreconcilable Differences," approved at the September 3, 2024 concurrent City Council and Stadium Authority meeting and filed with the Superior Court, the City answered Recommendation 4a — establish an Independent Ethics Commission — with four words: "it will be implemented," naming a goal of establishing the body in 2025.

That makes what followed harder to explain, not easier. In a written comment dated May 17, 2026, the City Attorney records that the Charter Review Committee's Group Four discussed an Ethics Commission and, with the full CRC concurring, chose not to recommend it — deferring to the same Governance and Ethics Committee, citing concern that a commission could be "controversial," and suggesting it as a "Level 4 idea for a future CRC." In other words: a body the City formally told a judge it would implement is now, in the City's own constitution-drafting process, treated as too controversial to include. The charter is the one place that promise could have been made permanent. It was left out.

Questions to ask: If the City told the Superior Court in 2024 that an Ethics Commission "will be implemented," why does the 2026 Charter draft not include one — and who decided it should not? Why does the Charter require no more ethics than state law already demands? What in this Charter prevents a future Council from setting ethics aside entirely?

What "Ethical Leadership" Would Look Like in a Charter

Embedding ethics in a charter is not vague aspiration. It has concrete, well-understood components — and Santa Clara's own history, along with best practices from organizations like CityEthics.org, shows what they are:

- **A stated commitment.** Core values and a duty, written into the Charter, that officials act in the public interest — not merely within the law, but above its minimum.
- **A values-based Code of Ethics.** A requirement that the city maintain a real ethics code in plain language, not a compliance checklist.
- **Independent oversight.** An Ethics Commission with genuine independence — selected through a process insulated from the officials it oversees, with a protected budget and its own counsel — so that ethics enforcement does not depend on officials policing themselves.
- **Public engagement by design.** A duty to seek public input *before* decisions are substantially made, not after.
- **Equal application.** Standards that apply to every body exercising the city's power — including the Stadium Authority.
- **Durability.** Protection strong enough that a future Council cannot dismantle it by a simple vote.

None of this is exotic. Much of it is what Santa Clara already had, and lost, because it was never written into the Charter. The current moment is the chance to correct that — and it may not come again for a generation.

The Choice on the Ballot

Charter amendments go before the voters in November 2026. By then the language will be set. The time to shape it is now — before this Committee recommends a draft to the Council, and before the Council finalizes what voters will be asked to approve.

A Charter that promises to govern "in an open, fair and effective manner" should be measured against that promise. Residents are entitled to ask whether it keeps it — and to insist that it does before they are asked to make it their constitution.

Prepared by Dr. Tom Shanks, former Ethics & Values Consultant to the City of Santa Clara (1998–2015) and Founder of Public Trust Now. These issues are explored in more detail at PublicTrustNow.com — an independent, nonpartisan site examining Santa Clara through an ethics and public-trust lens. Contact: drshanks@publictrustnow.com.