

BYLAWS – UPDATED DRAFT 7/11/2019

AS APPROVED

MISSOULA HISTORIC PRESERVATION COMMISSION

Article 1 — Authority

The Missoula City Council established the Missoula Historic Preservation Commission November 9, 1987. The authority of the Commission is set forth in Section 20.90.030 Missoula Municipal Code.

Article 2 — Scope

The Missoula Historic Preservation Commission shall serve in an **advisory and** quasi-judicial capacity to the Missoula City Council, Missoula Consolidated Planning Board, the Board of Adjustment, and in other capacities included in the city's regulations and laws.

Article 3 — Definitions

As used in these bylaws, the following terms mean:

“Advisory” means the process of the Commission identifying, evaluating, and protecting prehistoric and historic resources based on established criteria, providing comments and recommendations to public boards involved with those resources; and facilitating public participation and education in the historic preservation process.

“Quasi-judicial” means the process of approving, approving with conditions or denying applications for historic preservation permits as outlined in Title 20.85.085 and 20.25.070.F as applicable.

Article 4 — Powers and Duties

The Missoula Historic Preservation Commission has the powers and duties, as assigned to it by the City Council, in accordance with Title 20.90.030, including all amendments thereto, and as set forth in 36 CFR 61, “Procedures for Approved State and Local Government Historic Preservation Programs,” and in “The Certified Local Government Program in Montana.”

Article 5 — Membership

It is the responsibility of each Historic Preservation Commissioner to work for progression of the Missoula Historic Preservation program. All Historic Preservation Commission members shall have a demonstrated interest, competence or knowledge in historic preservation. Members shall not serve as advocates for any specific jurisdiction, neighborhood or association, with the exception of designated regional appointees. Every member is expected to attend and participate in meetings, outreach, community education, events and activities performed by the Historic Preservation Commission.

- A. The Missoula Historic Preservation Commission consists of seven (7) regular members and two (2) alternates as outlined in Title 20.90.030.B.
- B. Membership participation opportunities include, but are not limited to, establishing annual community events, planning and instituting new community events, updating the Missoula Preservation Plan, maintaining existing survey and district documentation and planning and instituting new surveys, nominations and documentation.
- C. An alternate member shall participate in the same capacity as a regular member. The chairperson shall call on alternates to vote in the absence or vacancy of another member. Alternate 1 shall be called to serve first, and Alternate 2 shall be called to serve second.
- D. Pursuant to 7-4-4111(8) a member's position is vacant if the member:
 - 1 has three (3) unexcused absences from regular meetings during a calendar year; or
 - 2 is absent and unexcused from regular meetings for three (3) consecutive months at any time during their term of office; or
 - 3 the member ceases to meet the qualifications for holding their position on the Commission.

In order for an absence to be considered excused, it is the responsibility of the member to e-mail or a leave city staff a voicemail message as soon as possible and prior to the meeting date and time. Extended illness shall automatically constitute a notified, excused absence.

- E. If a member wishes to resign from the Commission, he/she shall submit a written resignation to the Historic Preservation Officer who shall notify the chairperson of the HPC, the Land Use and Planning Committee chairperson and the City Clerk office.
- F. City Council solely possesses the authority to remove a member from the Commission. If the Commission desires to recommend removal of a member, the chairperson shall attempt to contact the member via the last known information provided by the member to Development Services, that the Commission will be voting to recommend the removal of the member. The matter shall be regularly placed on an HPC meeting agenda and voted on by the Commission during the noticed meeting. If approved, the Historic Preservation Officer shall forward the recommendation for City Council consideration.
- G. Vacancies on the Commission shall be filled in accordance with the procedures adopted by the City Council for appointments to Commissions and boards.

Article 6 — Officers and Duties

- A. Chairperson. The Commission shall elect a chairperson from its members who shall serve in that capacity for one (1) year. There are no term limits.
 - 1. The chairperson shall preside at all meetings and perform the duties normally conferred by parliamentary procedure, and other such duties as may properly be prescribed by the Commission.
 - 2. The chairperson may participate in the discussion of matters before the Commission.
 - 3. The chairperson may vote on all matters before the Commission, subject to the conflict of interest section of the Bylaws.
 - 4. A chairperson may cancel or reschedule a meeting.
 - 5. They city historic preservation budget may provide for conference and training registration expenses for an HPC member and will be considered on a case by case basis and depending on available funding. Conference and training registration expenses must be approved by the Director of Development Services in advance and are subject to the City's travel policy.
- B. Vice Chairperson. The commission shall elect a vice chairperson from among its members who shall serve in this capacity for one (1) year. In the event that the chairperson is absent or incapacitated, the vice chairperson shall assume all duties and responsibilities of the chairperson.
- C. Other officers may be elected at the prerogative of the Commission and have duties and responsibilities assigned which are consistent with the intents and powers as established by Title 20.90.030.

Article 7 — Meetings

- A. The commission shall meet at least once each month in a regularly scheduled session, on the first Thursday of each month, unless the meeting is cancelled by the chairperson. The chairperson shall not cancel a meeting if a request for review is scheduled to be heard by the Commission, unless a quorum is not present.
- B. The staff shall make arrangements for a suitable meeting place for each meeting of the Commission in consultation with the chairperson.
- C. Requirements for public notice of meetings shall be executed by staff as required by law and in Title 20.90.030.D. Notice of special meetings shall be carried out in the same manner as regular meetings.
- D. All meetings shall be open to the public in accordance with Montana Open Meeting and Public Participation laws.

- E. A quorum of the Commission is four (4) members. A quorum shall be present at all meetings at which official action is taken.
- F. Votes shall be taken by roll call, after a motion has been made and seconded and debate (if any) has concluded. A simple majority of Commission members present shall be required to pass any motion.
- ~~G. The Commission may consult with city staff and councilpersons, interested parties, professionals in the field and/or technical advisors as needed. Commission members will observe the special parameters in Article 11 when dealing with permit applications.~~
- H. Special meetings shall be called in the manner prescribed by city law.
- I. All members are expected to attend and participate in all regularly scheduled meetings including alternates.

Article 8 — Parliamentary Authority

Robert's Rules of Order shall apply in all parliamentary matters unless these bylaws otherwise apply.

Article 9 — Conduct of Meetings

- A. The order of business at regular meetings shall be:
 - 1. Call to Order
 - 2. Roll Call
 - 3. Approval of Minutes
 - 4. Public Comment on Items Not Listed on the Agenda
 - 5. Special Presentations
 - 6. Public Hearings
 - 7. Public Comment
 - 8. Membership Comment
 - 9. HPO Report
 - 10. Other Business
 - 11. Adjournment
- B. Voting shall be taken after a motion has been made and seconded. In the event of a tie vote, the motion fails.
- C. The Commission, by majority vote, may change the order of business. The order of business shall constitute the agenda.

Article 10 — Potential or Actual Conflict of Interest and Avoidance

- A. A potential or actual conflict of interest exists when a member of the Commission:
 - 1 Has a potential or actual financial, property interest or holding in a matter under consideration by the Commission;
 - 2 If the member represents or is under professional retainer of a party having such an interest;
 - 3 Has provided work for a project or property under consideration, except to the extent that such work exists under a definition of supportive professional services such as architectural services;
 - 4 Feels that she or he should be disqualified for any reason not listed above.
- B. It is the member's responsibility to disclose a potential or actual conflict of interest and the reasons therefore to the chairperson before the consideration of any matter.
- C. Before consideration of any matter, the chairperson shall disclose for the public record the name of any member who has declared a potential or actual conflict of interest and the reasons therefore, and the disqualification shall be entered into the minutes.
- D. The disqualified member may participate in discussion by giving testimony, professional evaluation, analysis or transmittal of professional findings, but shall not vote on the issue for which a conflict of interest or potential conflict of interest has been declared.

Article 11 — Appearance of Fairness and the Commission's Quasi-Judicial Role When Considering Permit Applications

In the case of permit applications, HPC decisions are quasi-judicial. HPC members must maintain an appearance of fairness and conduct themselves and their proceedings accordingly. HPC members should avoid ex parte discussions, whether with applicants, interested parties or other members of the public. Ex parte discussions are those held informally or privately, and thus, out of the public forum. Public meeting laws require that deliberations be publicly noticed and open to public attendance. HPC members should urge applicants and interested parties to make the communication where it will be part of the public record, rather than ex parte. Communications after the public hearings should be in writing and addressed to the HPC. In the event of an ex parte discussion that could potentially influence an HPC member's vote, the HPC member should enter a record of the discussion's content in the public record prior to the closing of public comment, or if that is not possible, prior to the final HPC vote.

Article 12 — Policy Setting Capabilities of the Commission

- A. The Commission may, by simple majority vote of a present quorum, adopt policies for the purpose of:

- 1 Presenting any and all additional information to assist the Commission in process;
 - 2 Correcting situations and procedures which the Commission may determine to be problematic in the conduct of business and process;
 - 3 Developing general guidelines for the Historic Preservation Officer and city staff to ensure interpretation and application of standards and criteria in the review process are sufficient;
 - 4 Adhering to commission guidelines, as established by the National Park Service and the Montana State Historic Preservation Office;
 - 5 Developing any procedure which does not constitute an amendment to or does not conflict with these bylaws or any other Missoula city ordinance;
- B. Adopted policies shall appear as appendices to these bylaws and shall be attached to these bylaws in the Appendix Section.

Article 13 — Subcommittees and Ad-Hoc Committees

The Commission may establish committees with generalized and focused task analysis and completion responsibilities.

- ~~A. Subcommittees shall operate under all legal and binding provisions which govern and regulate the processes and procedures of the Commission. If a quorum is not present, the subcommittee shall make recommendations to the Commission.~~
- B. Any meeting body established by the Commission is required to comply with Montana Open Meeting and Public Participation laws. Meetings must be properly noticed and open to the public, allow for public participation and agendas and minutes must be kept.
- C. Committees shall report back to the Commission, and committees shall support and advise the Commission's general mission and tasks.
- D. Ad-hoc committees shall be committees of temporary duration and focus.

Article 14 — Final Governance

Any and all duties, powers, activities, and processes of the Commission and its members are governed by provisions of Missoula Municipal Code and these bylaws.

Article 15 – Amendments to Bylaws

- A. Proposed amendments to these bylaws may be made by city staff or Commission members as needed.

- B. Proposed amendments must be submitted in writing and included as a discussion item at a regularly scheduled Commission meeting. The vote to consider the amendments must be scheduled at a subsequent meeting.
- C. A copy of the approved bylaws shall be available in Development Services.
- D. New bylaws shall be adopted by a majority vote of the members.

ADOPTED BY A _____ VOTE AND APPROVED BY THE
COMMISSION THIS __ DAY OF _____, 2019.

MISSOULA HISTORIC PRESERVATION COMMISSION

Jolene M. Brink, Chairperson