

BYLAWS

AS APPROVED

MISSOULA HISTORIC PRESERVATION ADVISORY COMMISSION

Article I — Authority

The Missoula Historic Preservation Advisory Commission was created on November 9, 1987, by action of the City Council of the City of Missoula in accordance with City Ordinance Number 2585, codified at Chapter 2.84, Sections 2.84010 through 2.84070, Missoula Municipal Code (MMC).

Article II Objectives

The objectives of the Missoula Historic Preservation Advisory Commission, as established in City Ordinance 2585, Chapter 2.84.010 of the Missoula Municipal Code, is to establish an appointed citizens commission for the City of Missoula charged with the expressed mission of establishing a local community-wide historic preservation program; integrating historic preservation ethics and activity into local, interlocal, state, regional, and federal planning and decision-making processes; identifying, evaluating, and protecting, to the broadest extent possible, prehistoric and historic properties or cultural resources within and bordering Missoula, and otherwise ensuring that Missoula, as a Certified Local Government (CLG), conforms to CLG objectives and guidelines as established by federal and state regulations.

Article III — Scope

The Missoula Historic Preservation Advisory Commission shall serve in an advisory capacity to the Missoula City Council, Missoula Consolidated Planning Board, Missoula Zoning Commission, the Board of Adjustment, and other such or similar decision making bodies within the City of Missoula municipal jurisdiction.

Article IV — Definitions

- A. “City Council” means the governing body of the City of Missoula, State of Montana.
- B. “Historic Preservation Advisory Commission” means the Commission created by City Ordinance 2585, whose members are appointed by the City Council of the City of Missoula, which is responsible for creating and administering a historic preservation program and carrying out related supportive activities.
- C. “Community Historic Preservation Assistant”, hereinafter called “Preservation Assistant” means the person(s) appointed by the local government who is charged with the responsibility of acting as staff to the Historic Preservation Advisory Commission. S/he may, in the course of his/her duties, be referred to as the Missoula City Historic Preservation Officer.
- D. “Historic property” means any prehistoric or historic district site, building, structure, or object included in, or eligible for inclusion in, the National Register. This term includes, for the purposes of these regulations, artifacts, records, and remains that are related to and located within such properties. The term “eligible

for inclusion in the National Register' includes both properties formally determined as such by the Secretary of the Interior and all other properties that meet National Register listing criteria.

- E. "Certified local government" means a local government that has been certified to carry out the purposes of the National Historic Preservation Act, as amended, in accordance with Section 101(c) of the Act.
- F. "Advisory capacity" means the formal process of the commission identifying, evaluating, and protecting prehistoric and historic resources based on established criteria and providing written comments and recommendations to public boards involved in planning, zoning, and redevelopment; reviewing and commenting on those projects or undertakings, whether privately or publicly initiated, which involve the use of federal or state funding permitting or debt-structuring guarantees and backing; and facilitating public participation in the historic preservation process Recommendations for action, although non-binding, will provide a means through which the public interest can be expressed about historic preservation resources and issues.

Article V — Powers and Duties

The Missoula Historic Preservation Advisory Commission has the powers and duties, as assigned to it by the City Council, in accordance with City Ordinance 2585, 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 VI — Membership

The Missoula Historic Preservation Advisory Commission shall consist of ten (10) members, as provided for in Municipal Ordinance 2585, Section V. A-E, "Establishment", for staggered terms two (2) years in duration, in accordance with City Ordinance 2585, Section V, "Appointment and Term Vacancy." Two unexcused absences or three total absences during a fiscal year are grounds for removal from the Commission. Vacancies on the Commission shall be filled within thirty (30) days by appointment in accordance with the procedures adopted by the City Council for appointments to all advisory commissions and boards.

Article VII — Officers and Duties

- A. Chairperson. The Commission shall elect a chairperson from its members who shall serve in that capacity for one (1) year. As officeholder, the chairperson may be elected to consecutive and successive terms, serving at the pleasure of the Committee.
- 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. Commission Staff. A designated staff member employed by the Commission shall serve as a voting member of the Commission and shall hold and be able to

exercise all rights and privileges of a Commission member, and shall perform duties of recording secretary of the Commission and perform all communication tasks as required by the Commission. This person may act as Chair of meetings and direct the course of proceedings in the absence of or by direction of the Chairperson.

Article VIII--Duties of Officers

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 call special meetings and may enter into 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. Other officers may have duties and responsibilities assigned which are not inconsistent with the intents and powers as enumerated by Municipal Ordinance 2585.

Article IX —Meetings

Regular Meetings. The Commission shall meet at least once each month in a regularly scheduled session, on the first Thursday of each month, except that the Chairperson may cancel any meeting or schedule special meetings when such meetings or cancellations are necessary to carry out the provisions of Municipal Ordinance 2585. Meeting time and place shall be established by resolution of the commission in its public record. Written notice of special meetings shall be personally served on each member or left at the member's usual place of residence at least twenty four (24) hours before the set time and place for the meeting. Requirements for public notice of meetings of the commission shall be determined by the Executive Committee in consultation with the Chairperson and, if needed, in consultation with the Missoula City Attorney. All meetings shall be open to the public in accordance with the Montana State Open Meeting Law. The staff shall make arrangements for a suitable meeting place for each meeting of the commission in consultation with the Chairperson. A quorum shall be present at all meetings at which official action is taken. Six of the members, including counting the staff who is Member Ex-Officio, constitute a quorum.

Article X — Parliamentary Authority

Robert's Rules of Order shall apply in all parliamentary matters unless these bylaws otherwise apply. Rules of order may not be suspended.

Article XI — Conduct of Meetings

The order of business at regular meetings shall be:

- a. Call to Order
- b. Roll Call
- c. Approval of Minutes and Communications to and from Commission/Staff

- d. Old Business
- e. New Business
- f. Properties and Projects Needing Commission Review and Comment
- g. Comments from Membership and the Public
- h. Other Business
- i. Adjournment

The commission, by majority vote, may change the order of business. The order of business shall constitute the agenda.

Article XII — Potential Conflict of Interest and Avoidance

A potential conflict of interest exists when a member of the commission:

1. Has a financial or property interest, or a past financial or property interest, or a future such 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. Feel that she/he should be disqualified from voting on or influencing a decision of the commission related to commission comment on any particular project or property, except that qualified comment may be provided with qualifying disclosure that a potential conflict may exist or that an interest exists on the part of the member party to the matter under consideration.

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 of the public record.

The member may participate in discussion by giving testimony, professional evaluation, or transmittal of professional findings and material professional analyses, but the disqualified member may not vote on the issue for which a conflict of interest or potential conflict or interest has been declared.

A potential conflict of interest, whether substantiated or not, whether or not factual, shall be the equivalent of a conflict of interest for the purposes of the functioning and process of the commission.

Article XIII — Policy Setting Capabilities of the Commission

The commission may, by simple majority vote of a present quorum, adopt policies for the purpose of:

1. Aiding in the conduct of meetings, solicitation of public comment, and determining the amount of and content of commission comments when the

- commission is transacting business related to providing review and comment on projects or property needing commission review and comment;
2. Presenting any and all additional information to assist the commission in process;
 3. Correcting situations and procedures which the commission may determine to be problematic in the conduct of business and process;
 4. Developing general guidelines for the Historic Preservation Officer and other staff as may be designated to ensure interpretation and application of standards and criteria in the review process sufficient to meet review and comment criteria common to historic preservation 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;
 6. Determining and delineating the process of and content of commission review and comment of projects and properties determined by the commission to require review and comment;
 7. Determining the nature of and extent of the commission's advisory nature and role, within the limitations of an advisory capacity but also with the extended meaning of the necessity of extended review and comment on the part of the commission, and solicitation of such review and comment by other active city executive, planning, and review boards, and making other entities aware of the commission's determination as to the extent of and nature of its advisory nature and role.

A policy may be adopted or repealed by the commission by simple majority vote, in which all principals vote, a quorum being present.

Adopted policies shall appear as appendices to these bylaws and shall be attached to these bylaws in the Appendix Section.

Article XIV — Standing and Ad-Hoc Committees

The Commission may, from time to time, establish committees with generalized and focused task analysis and completion responsibilities. Standing committees shall operate under all legal and binding provisions which govern and regulate the processes and procedures of the commission as a plenary group. Committees shall report back to the commission as a whole and committees shall act in supportive and advisory capacities in support of the commission's general mission and tasks.

An executive committee shall be the standing executive organizational core of the commission. The executive committee shall be chaired by the chairperson of the commission.

Other committees shall be established as necessary and establishment of such committees shall be set forth in terms of policy statement by the commission which, in turn, shall be set forth in writing and attached to these bylaws, in the case of standing committees, for as long as these committees shall serve and exist.

Ad-hoc committees are committees of temporary duration and focus.

Article XV — Final Governance

Any and all duties, powers, activities, and processes of the commission and its members are governed by provisions of enabling Ordinance 2585, adopted by the City of Missoula, City Council of Missoula, in session on November 9, 1987.

ADOPTED BY A UNANIMOUS VOTE AND APPROVED BY THE
COMMISSION THIS 2ND DAY OF MARCH , 1989.

MISSOULA HISTORIC PRESERVATION ADVISORY COMMISSION

By, William G. Dratz, Chairperson