BY-LAWS

HELENA PUBLIC ART COMMITTEE
OF THE CITY OF HELENA, MONTANA

Adopted _____, 20__

ARTICLE I: NAME

The Board's name is the Helena Public Art Committee.

ARTICLE II: DEFINITIONS

In these by-laws, the following definitions apply:

A. Board: The Helena Public Art Committee, established by City of Helena Resolution No. 20803.

B. City: City of Helena.

C. City Commission: The governing body of the City of Helena.

D. Clerk: Clerk of the City Commission.

E. Liaison: City Staff specifically designated to support the Board.

F. MCA: Montana Code Annotated.

G. Quorum: The minimum number of Board members present to conduct business shall be a majority of the Board member seats established in the resolution creating the Board. Those members participating online shall be counted as part of the Quorum only if visibly present through video and are able to actively participate in the discussion and voting process.

H. Staff: Employees of the City of Helena.

I. Majority Vote: An affirmative vote by more than one half of the members present for the vote.

ARTICLE III: AUTHORITY, POWERS AND DUTIES

Section 1. Authority

The City Commission created the Board on March 27th, 2023. The Board is established under the powers and authority of the City of Helena and will conduct its business according to City Resolution No. 20803.

Section 2. Powers and Duties

A. The Board's powers and duties are solely advisory; meaning the Board can only make recommendations to the City Commission or County Commission. The Board shall not engage in advocacy for the City or County.

B. Pursuant to City Resolution No. 20803, the Board will promote awareness and involvement in public art in Helena and identify public art projects that enhance the image of the community and recommend such projects to the City Commission for consideration.

C. The Board does not have financial authority and serves at the will of the City Commission.

ARTICLE IV: MEMBERS, Board OFFICERS AND DUTIES

Section 1. Number of Members

The Board shall consist of nine (9) members. Members serve at the pleasure of the City Commission.

Section 2. Resignation

Members can resign by providing written notice to the Clerk of the Commission or the Board/Committee Chair, who shall forward such resignation to the Clerk. The resignation shall be effective immediately upon receipt and verification by the Clerk's office.

Section 3. Officers

The officers of the Board are a Chair, Vice Chair, and Secretary.

Section 4. Election of Officers

The Chair, Vice Chair, and Secretary shall be elected annually from their membership by Majority Vote of the Board at the first meeting of each calendar year.

Section 5. Board Chair

The Chair presides over all meetings of the Board. The Chair signs documents and communications on behalf of the Board, decides all points of procedure unless overruled by a Majority Vote of the Board, and performs other duties described in these by-laws.

Section 6. Board Vice Chair

In the absence of the Chair, the Vice Chair shall serve as Chair and have such responsibility and authority as provided in Section 5 of this Article IV. The Vice Chair shall perform other duties delegated by the Chair.

Section 7. Board Secretary

The Secretary keeps action minutes of the Board meetings, ensures minutes are distributed to members, prepares agendas and notices of meetings, and performs other duties described in these by-laws. The Secretary must, after approval of the Board, provide the agendas, meeting notices, and minutes to the assigned Staff Liaison. All materials will be posted and archived in accordance with all Commission adopted public participation policies.

Section 8. Office Succession

If the office of Chair or Vice Chair becomes vacant, the Board shall elect a new Chair or Vice Chair, as applicable, at its next regular meeting in the manner provided in Section 4 of this Article IV.

Section 9. Officer Absences

If the Chair and Vice Chair are absent from a meeting, the Liaison will call the meeting to order. A vote shall take place to elect a temporary Chair for the meeting, who must be elected by a Majority Vote of the Board.

Section 10. Removal of Officers

A motion to remove any officer may be made at any meeting. If a majority of the Board concurs, the removal of the officer will appear on the agenda of the next regularly scheduled meeting. Removal of an officer is only effective upon the vote of two-thirds of the Board.

Section 11. Subcommittees

Designation of subcommittees is not permitted.

ARTICLE V: MEETINGS, PUBLIC PARTICIPATION, AND PROCEDURES

Section 1. Board Meetings

A. The Board shall hold meetings on the third Wednesday of each month at 5:30 p.m., at the City-County Building, 316 North Park Avenue, Helena, Montana. In person meetings are expected. The option to attend via video and audio capable on-line meeting platforms, as designated by the City Commission, may be given with prior notice to the Chair. The use of online meeting platforms by the Board shall be designated in Commission adopted public participation policies.

B. Additional meetings may be scheduled as described in these bylaws on an as-needed basis.

C. No meeting shall be convened or business conducted without a Quorum present.

Section 2. Open Meetings

A. All Board meetings are open to the public. All Boards are subject to and will comply with the appropriate statute pertaining to open meeting laws and the public's right to participate.

B. All Board meetings shall be recorded via audio and video using the software as determined by the Office of City Commission. The video recording shall become the official record of the meeting and will comply with the appropriate records retention policy of the City.

C. All Board meetings must have an agenda, as provided in Section 4 of this Article V, and will be conducted using Mason's Rules of Order.

D. Public notification will include the date, time, place and agenda for the meeting. Notification will also include relevant documents to consider with specific agenda items.

E. Board action is not official unless authorized by a Majority Vote of the Board at a meeting.

F. Action minutes shall be prepared by the Secretary for all meetings. Minutes prepared by the Secretary and approved by the Board shall be official minutes of the Board and shall be kept and available for public inspection.

Section 3. Public Participation & Inspection

A. Any citizen may comment or provide testimony on any item on the agenda.

B. Public comment may be made in writing in addition to or in the alternative to oral comment.

C. Persons (other than Staff) testifying shall be asked to provide their name and, if relevant, address for the official public record

D. The public shall have an opportunity to address the Board on any item not appearing on the agenda but within the powers and duties of the Board. However, the Board may not act on any matter discussed if the matter is not included on the agenda.

Section 4. Order of Business

All meetings will be conducted in accordance with the following Order of Business:

1. Roll call (determination that a Quorum is present).

2. Approval of minutes.

3. Agenda items.

4. Additional public comment on any item not appearing on the agenda but within the powers and duties of the Board.

5. Announce the date, time, and location of the next meeting.

Section 5. Agendas

A. All Board meetings shall have an agenda that follows the Order of Business in Section 4 above.

B. The agenda must be made available to the public and posted on the City's website at least seven (7) days prior to the meeting.

C. Discussion of each agenda item will be conducted in accordance with the following procedure:

1. The chair shall address each agenda item separately. If a report is appropriate and scheduled to be given by a Staff person or presenter, the chair will call upon the individual to present.

2. The chair will declare the item for discussion. Each Board member wishing to speak on the item shall address the chairperson in turn.

3. The Board will then hear and receive written or oral comments from the public regarding the agenda item.

4. Any person wishing to speak a second time may do so only with the permission of the Chair or with the approval of a Majority Vote of the Board.

5. The Board Chair, or any member at the request of the Chair, may question Staff regarding statements, comments, or testimony received on the agenda item. Answers to questions are not required at the time of the meeting and Staff may defer to a later meeting date if approved by their supervisor or at the discretion of the City Manager.

6. After hearing all statements, comments, and testimony, the Chair may close the public comment portion of that agenda item.

7. After closure, and after such discussion as may be appropriate, the Board may move and vote upon a recommendation.

Section 6. Role of Staff

If there is a Staff Liaison for the Board, the Liaison will:

A. Provide guidance to the Board on operations of the City relevant to the purposes of the Board

B. Assist the Secretary in the preparation of Board public notifications, agendas, and correspondence to the City Commission via the Clerk; record the meetings through the established process by the Clerk of the Commission; and offer assistance or guidance to maintain compliance with open meeting laws.

C. Any additional duties are at the discretion of the City Manager, those requests shall be made at a public meeting by a majority of the Board and if necessary, placed on an agenda for a future discussion.

Section 7. Decision-making

A. Board recommendations to the City Commission must be approved by a Majority Vote of the Board. Any member may make a motion, which must be seconded for further consideration. All voting on motions shall be by roll call or voice vote.

B. Voting by proxy is not allowed.

ARTICLE VI: LEGAL ASSISTANCE

The Board may request legal assistance from the City Attorney's Office via recommendation to the City Commission as described in Article V, Section 7.

ARTICLE VII: MISCELLANEOUS

Section 1. Decorum

In accordance with the State of Montana's open meeting laws and the public's right to participate, all Boards and committees shall adhere to any relevant statute, City Code, or City policy regarding public meetings.

No person on a Board or committee shall engage in disruptive or disorderly conduct, including but not limited to threatening, profane, abusive, impertinent, slanderous communications or any other behavior which otherwise impedes the orderly conduct of the meeting. The presiding officer is responsible for maintaining order of the meeting and adhering to relevant City policies. The presiding officer shall ask any member who engages in disruptive or disrespectful behavior to cease such behavior or be removed from the meeting should the member refuse. All conduct in opposition to the rules of decorum shall be noted by the Secretary in the meeting minutes and notification shall be given in writing by the Chairperson to the Clerk of the Commission for review and potential further action.

Section 2. Conflict of Interest

Any Board member having a financial or personal interest in any matter before the Board for discussion or vote shall publicly disclose the nature and extent of such interest and, if warranted, recuse, and remove themselves from the meeting until discussion on the matter has ended and a vote, if any, is taken. In such circumstances, the Secretary will note in the minutes that a conflict of interest was acknowledged, and whether the Board member was absent during the discussion and voting.

Section 3. Training Requirements

All Board members shall be required to attend one training annually on Montana open meeting laws.
Those who are elected to serve as an officer shall be required to complete a rules of parliamentary procedure training and training on minutes and agenda development.

Section 4. Corrective Action

All Board and committee members serve at the pleasure of the Mayor and Commission. If the Mayor determines member(s) of a Board/committee are not complying with expectations of the Commission a progressive method of corrective action may be implemented, including but not limited to verbal or written statements, required training, up to removal from the Board at the recommendation of the Mayor and with a Majority Vote of the Commission.

Section 5. Public Engagement – Social Media

No Board member shall represent themselves in public engagement or online as an agent of the City or as acting on behalf of the Board or City without the express permission of Commission and in conjunction with City Staff. All public outreach and social media posting on behalf of the Board shall be conducted through City Staff and in accordance with the City's public engagement and social media policies.

Section 6. Amendments to Bylaws

Additions to the bylaws may be recommended by the Board or committee through a public meeting process. Any additions must be reviewed by Staff and approved by the City Commission prior to adoption by the Board or committee.