

**BY-LAWS**  
**ENGLEWOOD HISTORIC PRESERVATION COMMISSION**

**ARTICLE I**

1. **Name**

The name of the organization is "Englewood Historic Preservation Commission" hereinafter referred to as the "Commission".

2. **Creation**

The Commission was duly organized as a result of an ordinance and resolution adopted by the City Council on April 17, 2017.

3. **Office**

The office of the Commission shall be City of Englewood, Community Development, 1000 Englewood Parkway, Englewood, CO 80110

4. **Composition and Membership**

The commission will be comprised of seven (7) members appointed by City Council. At least two (2) members should be recommended by the Englewood Historic Preservation Society.

5. **Terms of Members**

The term of office of the members first appointed to the Englewood Historic Preservation Commission shall be four (4) members for a term of three (3) years, and three (3) members for a term of two (2) years. Thereafter, all subsequent appointments shall be for a term of four (4) years. Each member can serve up to three consecutive terms. Partial terms shall be considered full terms.

A. The members of the Commission shall serve without compensation.

B. Reasonable expenses directly related to performing the duties of the Commission shall be allowed, as approved by the commission.

6. **Powers and Duties**

The Englewood Historic Preservation Commission shall have the following powers and duties:

A. Promote and encourage voluntary participation in designating, preserving, protecting, enhancing and perpetuating those structures, sites and districts which reflect outstanding elements of the City's cultural, artistic, social, economic, political, architectural, history and other heritage.

B. Foster civic pride in the beauty and accomplishments of the past.

- C. Promote and encourage the use of outstanding historical or architectural structures, sites and districts for the education, and welfare of the people of the City.
- D. Promote and encourage voluntary participation in the continued private ownership and utilization of such buildings and other structures now so owned and used, to the extent that the objectives listed above can be attained under such a policy.
- E. Promote and advise City Council on Historic Preservation.

## **ARTICLE II**

1. **Officers**  
The Chair and the Vice Chair shall be elected by a majority vote of the Commission. Officers shall be elected for one-year (1) terms. No officer shall serve in the same capacity for more than two (2) consecutive terms.
2. **Committees**  
The Commission may establish Standing Committees which are necessary for the purposes of the Commission. Each Standing Committee shall be composed of a Chair, an optional Vice Chair and other members as needed to achieve the objectives of the Standing Committee. Other committees may be established as necessary to accomplish Commission goals. All committees shall be limited to four (4) or fewer members to preclude establishment of a quorum by a committee.
3. **Ex-Officio Members**  
Ex-officio members of the Commission shall include the Staff Liaison representative and may include City Council advisor. Ex-officio members may participate in meeting and serve on committees.
4. **Voting Rights**  
All City Council appointed members of the Commission shall have one vote equal in weight. All voting shall be by voice vote; provided, however, the Chair of the Commission may, at his/her discretion, call for a roll call vote. A secret ballot may only be used in the election process for Chair or Vice Chair. Ex-officio members serve as non-voting members.
5. **Conflict of Interest**  
No member of the Commission shall participate in any case, in which the member has financial or personal interest in the property or action concerned, or will be directly affected by the decision.
6. **Current Member May Not Appear Before the Commission.**  
No member of commission may personally appear as an applicant, proponent, opponent, interest party, witness or representative of any action before the Commission.

## **ARTICLE III**

### **1. Regular Meetings**

Meetings shall be held at least once per quarter on the date, time and place designated by the Commission members. Should such meeting fall on a legal holiday, then that meeting shall be held at the date and time specified by the Commission.

### **2. Special Meetings**

Special meetings of the Commission may be held when called by the Chair of the Commission or by a simple majority of members, or at the request of City Council. For such special meetings, at least seventy two (72) hour's notice must be given to each Commission member.

### **3. Open Meetings**

All meetings shall be open to the public. Public notice of all regular Commission meetings shall be posted a minimum of 48 hours prior to the meeting. Notice shall be posted on the City Hall bulletin board, the city website, or other public location as designated by the Commission.

### **4. Quorum**

A simple majority of the number of duly appointed Commission members shall constitute a quorum for the transaction of business. No quorum for the transaction of business shall be had if the total number of duly appointed Commission members then serving is less than four.

### **5. Transaction of Business**

Every act or decision done or made by a majority of the Commission members present at a duly held meeting at which a quorum is present shall be regarded as the act of the entire Commission.

### **6. Bob's Rules of Order**

All meetings shall be conducted according to Bob's Rules of Order, Current Edition. It shall be the responsibility of the Chair to observe that these rules are followed and the meeting conducted in accordance therewith.

### **7. Records**

Records of approved minutes of regular Commission meetings shall be maintained in the office of the City Clerk and will be made available online on the City's website.

### **8. Time Duration**

Meetings shall commence promptly at the time designated by the Commission members. A meeting, which may also include Standing Committee meetings, shall not last longer than two (2) hours from the time it commences, unless a majority of the Commission members present at a duly held meeting vote to allow such meeting to continue for longer than the two (2) hour time duration.

## ARTICLE IV

1. **Tenure**

All members shall be appointed for terms of four (4) years.

2. **Special Appointments**

The Commission may elect, by simple majority, such others as the affairs of the Commission may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Commission may determine.

3. **Resignation and Removal** Any member may resign at any time giving written notice to the Chair and City Council. Such resignation will take effect on the date of receipt of such notice or at any later date than specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. Any Commission member missing more than three (3) consecutive meetings without prior notice, in a calendar year, shall be removed with a majority vote of the Commission and effective immediately. Any member missing a total of four (4) meetings in a calendar year, with or without prior notice, shall be removed by a majority vote of the Commission and effective immediately. Prior notice shall be considered to be either a written or verbal statement to one of the members of the Executive Committee.

4. **Vacancies**

A vacancy on the Commission shall be filled by City Council appointment. Whenever there is a vacancy, the Commission may make a recommendation or recommendations to Council to fill the vacancy. The member appointed to such vacancy shall serve for the remainder of the term of the member replaced.

5. **Duties**

The duties are as follows:

- a) **Chairperson:** The Chair shall serve as the Chief Executive Officer of the Commission; shall conduct Commission meetings; act as public spokesperson for the Commission at public functions; shall serve as ex-officio member of all committees; shall appoint the Chair and optional Vice Chair of all Standing Committees upon the advice of the Standing Committee; shall appoint ad hoc committees upon the direction of the Commission; and shall perform all other duties as the Commission elects.
- b) **Vice Chairperson:** The Vice Chair shall act in the place and stead of the Chair in the event of his/her absence, inability, or refusal to act, and shall exercise and discharge such other duties as may be required of him/her by the Commission.

- c). Standing Committee Chair: The Committee Chair shall perform such duties as may be required of them by the Commission.
- d). Staff Liaison: The Staff Liaison shall be the managing officer of the Commission. He/she shall perform the duties usually performed by the business manager of a non-profit corporation. He/she shall present reports to the Commission, the individual members of the Commission, and to the City of Englewood as the business of the Commission may require. The Staff Liaison will report to the City Council annually. The report will include the Commission's actions and accomplishments in connection with each project or undertaking.
- e). Members: Commission members shall attend regular meetings, join at least one Standing Committee and one event or special project committee as needed. Members shall participate in Commission events. Members shall actively promote and support the Commission on its activities.

## **ARTICLE V**

### **1. Management of Funds**

The Commission will have the power to receive and disburse funds within the limitations of appropriations, gifts and grants, and in connection with projects or undertakings consistent with Article I, Section 6. Within the same limitation, the Commission will be empowered to contract with any private or public agency to the extent required for its proper operation. The Commission will present its proposed annual budget to become effective each January 1 indicating its anticipated revenues and expenditures, and the source of its anticipated revenues. The staff liaison shall keep such records as will enable it to make such reports and accountings and the same will be subject to verification and examination by the City Treasurer and/or auditors of the City.

- A. Reasonable expenses directly related to performing the duties of the Commission shall be allowed, as approved by the commission.

## **ARTICLE VI**

### **1. Amendments**

These By-Laws may be amended by a two-thirds (2/3) vote of the Commission members present at any regular meeting provided:

- 1. A quorum is present; and
- 2. Notice was presented in writing at the previous Commission meeting.

## **ARTICLE VII**

### **1. Conflicts**

In the case of any conflict between an Ordinance and these By-laws, the Ordinance will control.

**2. Majority**As used in By-Laws, the term “majority” shall mean those votes totaling more than fifty (50%) percent of the members or a group designated. Unless otherwise stated by the chair or acting chair all decisions will be a majority vote.