

**BYLAWS OF THE
PUBLIC ART COMMISSION OF THE
CITY OF GOLDEN, COLORADO**

**ARTICLE I.
INTRODUCTION**

Section 1. Section 2.64 of the Golden Municipal Code establishes the Public Art Commission and authorizes it to adopt bylaws for the transaction of business.

Section 2. The within Bylaws have been adopted by the Public Art Commission of the City of Golden, and all previously adopted bylaws are hereby repealed.

Section 3. Pursuant to the Golden Municipal Code, this Board shall be known as the “Public Art Commission”, hereinafter referred to as “Commission.”

Section 4. The purpose of these Bylaws is to establish rules and procedures necessary to carry out the purpose and duties of this Commission, as set forth in the Golden Municipal Code.

**ARTICLE II.
PURPOSE**

Section 1. The Commission is established to serve in an advisory capacity and to make recommendations to City Council on the following matters:

- A. The primary purposes of the Public Art Commission shall be to promote, select, acquire, and maintain public art in fulfillment of the goals of the City’s Art in Public Places program, to administer the provisions of this chapter and chapter 2.60 of this code pertaining to the City’s Art in Public Places program, and to adopt policies and guidelines necessary for such administration.
- B. The Commission shall prepare and submit, no later than March of each year, a report to City Council of its activities and expenditures for the prior year.
- C. The Commission shall prepare and submit an annual plan to City Council describing its goals and plans for the City’s Art in Public Places program for the coming year, and amend such plan as necessary.

**ARTICLE III.
MEMBERSHIP**

Section 1. Membership. Membership on the Board will be in accordance with Section 2.64 of the GMC, which states that, the commission shall be comprised of seven voting members, as follows:

- A. Five (5) of the members shall be residents of the City and appointed by the Mayor, with approval by a majority of the City Council;

- B. One (1) member shall be the Executive Director of the Foothills Art Center or their designee, with approval by a majority of City Council.
- C. One (1) member shall be selected by the board of directors of the Golden Civic Foundation, with approval by a majority of City Council.
- D. All members shall serve without compensation.
- E. Members of the Public Art Commission shall not hold any other municipal office or position on a standing municipal board, commission or authority, except that members of the Commission may serve on other temporary committees, task forces, or similar ad hoc groups.
- F. The five resident members and the one member selected by the Golden Civic Foundation shall serve terms of four years, and shall be eligible for reappointment for no more than two consecutive terms. Upon initial appointment, three of these members shall be randomly selected to serve initial terms of two years. The initial appointment counts towards the term limit, even if the initial term is less than four (4) years. The term of the executive director of the Foothills Art Center or their designee shall be ex officio, subject to approval by City Council.

Section 2. Resignation. Resignations of members of the Board shall be made in writing to either the City Clerk, or to any member of the Board, which member shall forward such resignation to the City Clerk. The resignation of Board Members shall be effective immediately upon receipt and verification by the City Clerk's office.

Section 3. City Staff Liaison. A non-voting Staff Liaison provides the following support and assistance to the Board. Additional duties are subject to approval by the department head based on budget and available resources.

- A. Ensure that the agenda is prepared and distributed on schedule.
- B. Post notice of meetings in the official posting places (City Hall and City website), and in any additional places designated by the Board.
- C. Ensure that minutes are taken, posted and submitted to the City Clerk for the City's permanent archives.
- D. Ensure that actions and activities of the Board are consistent with policies and procedures of the City.
- E. Offer insights about City organization, policies, and efforts.
- F. Notify the Board of events, meetings, or circumstances when the Staff Liaison is asked to speak on behalf of the Board.
- G. Update Board's presence on the City website.
- H. Act as point person for contact with other City liaisons, departments or boards, unless otherwise delegated.

- I. Facilitate communication among members in compliance with City of Golden and Colorado open meetings laws.
- J. Assist the Chair during the meeting, if necessary.

Section 4. Attendance Requirements.

- A. Any member who has unexcused absences from two consecutive regular meetings or three regular meetings in a six-month period shall receive a written notification from the Chair of the Board advising the member of his/her absences. If a continued pattern of absences occurs the Chair shall notify the mayor.
- B. The mayor, with the consent of the Commission, may remove a commissioner for inefficiency or neglect of duty or misconduct in office but only after the commissioner has been given a copy of the charges made by the mayor against him and has had an opportunity to be heard in person or by counsel before the Commission. In the event of the removal of any commissioner, the mayor shall file in the office of the clerk a record of the proceedings, together with the charges made against the commissioner and findings thereon.

ARTICLE IV.
OFFICERS

Section 1. Officer Terms and Duties. The officers of the Board shall be a Chair and Vice-Chair. Officers shall serve one year terms and may serve a maximum of two consecutive terms in a single office.

- A. The Chair shall preside over all regular and special meetings of the Board, and shall, subject to these Bylaws and rules of procedure, decide all points of procedure, unless otherwise directed by a majority of the members present at a particular meeting. The Chair shall sign all documents of the Board, and shall serve as the primary contact between the Board and the City Staff Liaison.
- B. The Vice-Chair shall assume the duties and responsibilities of the Chair in the event the Chair is absent or unable to perform his/her duties.
- C. When both the Chair and Vice-Chair are absent, the members present shall select a member to preside over the meeting by consensus or by a majority vote.

Section 2. Elections. Officers shall be elected by a majority vote of the Board, at the first regular meeting of the calendar year. Nominations for an officer position do not require a second. Nominees shall have an opportunity to speak to their nomination before the vote is taken. A voice vote shall be taken to elect all officers. Officers shall be elected by a majority of the members present.

Section 3. Vacancies of Officers. A vacancy in an officer position shall be filled by election at the next regular or special meeting of the Board from among the Board members. Until such election, the Vice-Chair shall serve as acting Chair, if the Chair position is vacant. All officers elected to fill a vacant officer position shall serve until the next officer election.

ARTICLE V. MEETINGS

Section 1. Schedule. Meetings shall occur on the regularly scheduled meeting dates established for the Board. Regular meetings may be postponed, rescheduled, or cancelled by the Board, if necessary or if there is no business to conduct. If inclement weather requires that a meeting be postponed or rescheduled, the City Staff Liaison shall have the authority to reschedule or postpone the meeting, and shall promptly notify all Board members accordingly. A record of the cancellation, postponement and rescheduling must be written into the minutes of the next meeting.

Section 2. Public Meetings. All meetings of the Board shall be open to the public, pursuant to the Golden Municipal Code and Colorado law. All meetings of a quorum, or of three or more members of the Board, at which any public business is discussed or at which any formal action may be taken, shall constitute a meeting for purposes of this section.

Section 3. Notice of Meetings. Meeting agendas shall be posted in compliance with the Golden Municipal Code and Colorado law. The Golden City Council has determined that City Hall and the City's Website are the designated posting places for meeting notices of the Board. The meeting agenda shall be posted as notice of a meeting. The Board may designate additional posting places in for its agendas at its first meeting of each year. Notice of any regular or special meeting shall be posted in the designated posting places no less than 24 hours prior to the holding of such meeting, unless an emergency requires posting within 24 hours of the meeting time. Any executive session must comply with applicable law.

Section 4. Special Meetings. Special meetings may be called by the Chair plus one regular Board member. When a special meeting is scheduled, all Board members must be notified at least twenty-four (24) hours prior to the time set for such meeting by phone and written notice (via fax, e-mail, or hand delivery), including a listing of all items to be considered (agenda) at the special meeting, unless an emergency requires posting within less than 24 hours prior to such meeting. Formal action taken at a special meeting called in accordance herewith shall be considered as though it were taken in a regular meeting for those, and only those, matters referred to in the agenda contained in the notice of the meeting.

Section 5. Quorum; Voting Required.

A. A majority of the voting members of the Board in office shall constitute a quorum. In the absence of a quorum, no business shall be conducted by the Board, except rescheduling of the meeting, except as otherwise provided in subparagraph D. of this Section 5., below.

B. All voting members of the Board shall have equally weighted votes.

- C. All members are required to vote unless recused or disqualified from voting pursuant to the provisions of the Golden Code of Ethics (Chapter 2.32 of the Golden Municipal Code).
- D. If any Board members are disqualified from voting pursuant to the Golden Code of Ethics, and such disqualification causes the Board to lose its quorum (as defined by these Bylaws) on the matter before the Board, the matter shall be tabled until the next meeting at which a sufficient number of qualified Board members are present to constitute a quorum. In the event that the number of disqualifications are such that tabling the matter will not result in a quorum of qualified Board members, the quorum necessary to conduct that item of business shall be adjusted to consist of at least fifty percent of those members not disqualified.
- E. Remote participation by Board Members via telephone, internet, or other remote communication technology is permitted for boards that are not sitting in a quasi-judicial capacity, if such remote participation technically feasible. Any Board Member who wishes to participate in a meeting by remote communication shall give as much advanced notice to the staff liaison as possible, prior to the meeting.

Section 6. Rules of Procedure. The Board may adopt its own rules of procedure, or may conduct its meetings in accordance with Robert’s Rules of Order.

Section 7. Decision-Making. Decisions of the Board shall be approved by a majority of the members present at the meeting. 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.

Section 8. Public Participation. Meeting agendas shall include a designated time for public comments, not including comment on those items scheduled for a public hearing. All public comments must be made during the public comment segment of the agenda. Public attendees shall sit in the audience unless asked to sit with the Board during their comments. The Board may identify time limits for public comments at its discretion.

Section 9. Meeting Agendas. The form of Agendas shall be determined by the Board. Agendas shall be posted in accordance with all open meetings laws.

Section 10. Meeting Minutes. Written minutes shall be made for all Board meetings. The form and contents of meeting minutes shall be consistent with the form and contents of meeting minutes for meetings of the Golden City Council. The Board’s minutes shall be posted on the City website when the agenda for the upcoming meeting is posted. The minutes of each meeting shall be approved by the Board at its next meeting and the signed original shall be provided to the City Clerk.

ARTICLE VI. **SPECIAL AND STANDING COMMITTEES**

Section 1. Special Committees. Special committees may be authorized and formed for special, limited purpose(s), and to work on specific issues or projects, as needed. A special

committee shall serve only until completion of the special, limited purpose(s) for which it was formed. Recommendations of a special committee must be approved by the Board before being considered officially adopted.

Section 2. Standing Committees. There shall be no standing committee(s) of the Board, unless authorized by City Council.

Section 3. Committee Chairs. A member of the Board shall serve as the chair of any committee.

ARTICLE VII. **COMMITMENT TO THE PUBLIC**

Section 1. Commitment to the Public. Board members' commitment to the public shall be demonstrated by adherence to all Colorado and City of Golden laws, rules and regulations regarding conduct of public officials, including, but not limited to, Chapter 2.32 (Code of Ethics) of the Golden Municipal Code.

Section 2. Conflict of Interest. The Board shall adhere to all Colorado and City of Golden laws, rules and regulations that may pertain to the avoidance of conflict of interest, including, but not limited to, Chapter 2.32 (Code of Ethics) of the Golden Municipal Code.

Section 3. Communications among Members. Board members shall adhere to all Colorado and City of Golden laws, rules and regulations governing government communications.

Section 4. Electronic Communications. Members who communicate with other members of the Board by e-mail or other method of electronic communication must adhere to the following protocol in order to comply with the Colorado Open Meetings Law and to ensure that the business of the Board is not "discussed" by the Board through electronic means:

- A. One member of the Board may send an e-mail or electronic communication to one other Board member on any one particular matter.
- B. E-mails or other electronic communications intended for more than one Board member shall be sent as an e-mail to the City Staff Liaison, who shall forward the e-mail to the entire Board.
- C. All replies shall be sent to the City Staff Liaison, who shall compile the replies into a single e-mail message and forward the compiled e-mails to the entire Board.
- D. The City Staff Liaison shall not edit any of the messages that are forwarded.
- E. There shall be no further electronic communication on the matter after the compiled replies have been forwarded to the entire Board by the City Staff Liaison. Any further communication among Board members about the matter shall not occur unless and until a promptly posted public meeting is held.

Section 5. Communications outside the Board. The Board may give individual members the authority to speak on behalf of the Board as needs arise. Individuals shall not speak for the Board without the Board’s authorization, and shall not make commitments on behalf of the Board unless the Board has formally approved such a commitment.

ARTICLE VIII.
AMENDMENTS TO BYLAWS

Section 1. Amendments. These Bylaws shall be reviewed as needed and proposed amendments shall be approved by an affirmative vote of not less than a majority of the total current members of the Board. Copies of the proposed amendment(s) shall be provided to each member of the Board at least one (1) week prior to the date of any regular or special meeting at which the bylaws amendment(s) are on the agenda for consideration. All amendments to these Bylaws are subject to review and approval by City Council.

Approved on: _____

Chair: _____