

**BYLAWS OF  
THE HERITAGE PRESERVATION COMMISSION  
OF THE CITY OF MINNEAPOLIS**

**(Adopted March 19, 2002  
Amended December 16, 2008)**

**The following Bylaws are hereby adopted by the Heritage Preservation Commission to assist the Commission in exercising its powers and performing its duties as provided in Chapter 599 of the Minneapolis Code of Ordinances.**

**SECTION 1  
HERITAGE PRESERVATION COMMISSION**

- 1.1 Name. The name of the Commission shall be the Heritage Preservation Commission.
- 1.2 Powers and Duties. The powers and duties of the Commission shall be as provided in Chapter 599 of the Minneapolis Code of Ordinances.
- 1.3 Membership. Membership of the Commission shall be as provided in Chapter 599 of the Minneapolis Code of Ordinances.
- 1.4 Compensation. Compensation for members of the Commission shall be as provided in Chapter 599 of the Minneapolis Code of Ordinances, subject further to the requirements of these Bylaws.

**SECTION 2  
COMMISSION OFFICERS**

- 2.1 Officers. The officers of the Commission shall be a Chair, Vice Chair, Secretary, and such other officers as the Commission may deem necessary.
- 2.2 Election. At the annual meeting each year, the Commission shall elect a Chair, Vice Chair, Secretary, and such other officers as it may deem necessary; but in case of failure to elect officers at the time specified, the election shall take place at a subsequent meeting without delay. The Chair, Vice Chair, and Secretary shall hold their respective offices until the next annual meeting of the Commission and until their successors are elected and qualified.
- 2.3 Nomination. A nominating committee may be established at the last meeting in December prior to the annual meeting in January for the purpose of nominating candidates for Chair, Vice Chair and Secretary for the following year. The nominating committee shall consist of three members appointed by the Chair. Other nominations for office shall also be permitted at the annual meeting.
- 2.4 Vacancy. In the event that an office becomes vacant, the Commission shall elect a successor for the unexpired term of said office at a subsequent meeting without delay.

**SECTION 3  
DUTIES OF OFFICERS**

- 3.1 Chair. The Chair shall have the duties and powers usually attendant upon the office of Chair, and such other duties and powers as may be provided from time to time by the Commission. The Chair shall preside at all meetings of the Commission and all meetings of the Executive Committee. The Chair may present to the Commission such matters as in his or her judgment require attention and need not vacate the office of chair for that purpose. The Chair shall appoint the chairs of all committees. The Chair may appoint members of the Commission to represent the Commission outside Commission meetings. The Chair may at any time direct procedural changes in the conduct of the Commission's business.
- 3.2 Vice Chair. The Vice Chair shall preside at all meetings of the Commission in the absence of the Chair, and when the Chair is absent or disabled, shall perform all duties of the Chair's office.
- 3.3 Secretary. The Secretary shall preside at all meetings of the Commission in the absence of the Chair and Vice Chair, and shall perform all duties properly devolving upon such officer.

**SECTION 4  
MEETINGS OF THE COMMISSION**

- 4.1 Annual Meeting. The annual meeting of the Commission shall be the first regular meeting in January of each year. Major items to be considered and action to be taken at the annual meeting include the election of officers and appointment of chair(s) of the standing committee(s). In the event of failure to convene the annual meeting at the time specified, the annual meeting shall take place at a subsequent meeting without delay.
- 4.2 Regular Meetings. Regular meetings of the Commission shall be held at 4:30 p.m. on Tuesdays that fall in conjunction with the City Council cycle. If a meeting falls upon a holiday or election day, such meeting may be held at the same hour on the day before, or at such other time decided by the Commission. Meetings shall be held in the City Council Chambers unless a different location is decided upon. Additional adjustments to the regular meeting schedule described above may be approved at the last regular Commission meeting of the year.
- 4.3 Special Meetings. A special meeting of the Commission may be called by the Chair at any time, subject to public notice requirements. Each commissioner shall be notified of the time, place, and purpose of any special meetings at least three (3) days before the meeting. No business shall be transacted at any special meeting except that named in the call thereof, except by unanimous consent of those present. Any action taken at a special meeting shall have the same effect as if it were taken at a regular meeting.
- 4.4 Quorum. Half plus one member of the Commission membership shall constitute a quorum. No business shall be transacted at any regular or special meeting except when a quorum is present. If a quorum is lacking, the members may convene into the Committee of the Whole, the quorum of which shall be three (3). All action taken by the Committee of the Whole must be confirmed when a quorum is reached at that meeting or at the next regular meeting or special meeting at which a quorum of the Commission is present. In the alternative, the Commission may take a

recess until a quorum is obtained, or adjourn the meeting without any further time or date being designated.

- 4.5 Notice. All meetings of the Commission shall comply with applicable public notice and open meeting requirements.
- 4.6 Attendance at Meetings. All members of the Commission are expected to attend all regularly scheduled meetings of the Commission. A member of the Commission shall notify the planning director at least 24 hours in advance if he or she will be absent from a scheduled meeting. The planning director will submit this information to the Chair at the beginning of each meeting. The Chair shall excuse members from meetings due to illness, or personal or work-related conflicts upon proper notice to the planning director. In the event that a member accrues three (3) or more unexcused absences or six (6) or more excused absences from regular meetings of the Commission during the course of a year, the Commission may direct the Chair to recommend to the City Council or the Mayor the removal of such member from the Commission.
- 4.7 Compensation of Members. To receive compensation for attendance at any meeting of the Commission, a member of the Commission must be present for at least 50 percent of the meeting time.
- 4.8 Manner of Voting. Voting on all questions coming before the Commission may be by a voice vote called for by the Chair. The vote shall be entered in the minutes of each meeting. A roll call on any question before the Commission may be taken upon the demand of one or more members of the Commission. All actions of the Commission shall be by a majority vote of the members of the Commission present at the meeting. The Chair has the same right to vote as any other member of the Commission.
- 4.9 Conflict of Interest. No member of the Commission shall participate in deliberating or voting on a matter at a meeting of the Commission in which that member has a financial or other personal interest, including an interest as defined in Chapter 15 of the Minneapolis Code of Ordinances. When a member of the Commission learns of the existence of such a conflict of interest, the member shall disclose the same to the Commission and act in accordance with these Bylaws. Following disclosure, a member may provide factual information relating to a matter before the Commission, provided the action to be taken would not substantially affect the financial interests of the member, a person related to the member or an associated business.

## **SECTION 5 CONDUCT OF MEETINGS**

- 5.1 Robert's Rules of Order. The Chair shall be guided by Robert's Rules of Order unless the Commission has established other rules of parliamentary procedure.
- 5.2 Meeting agenda. Official actions of the Commission are limited to those items appearing on the published agenda for the meeting. Items not appearing on the agenda may be discussed, but no official action may be taken.

- 5.3 Roll Call. The Chair shall call the roll at the start of each meeting and shall make a record of those members of the Commission present and those absent, and shall announce for the record when members leave or arrive during the meeting.
- 5.4 Order of Business. The order of business shall be established at the discretion of the Chair.
- 5.5 Consent Items. Upon recommendation by the planning director, and unless there is objection from a member of the Commission or anyone in attendance at the meeting, the Chair may move regular agenda items to the consent agenda to be acted upon without discussion.
- 5.6 Public Testimony. The Chair shall require that each person addressing the Commission verbally state and write his or her name and address for the record. Public testimony should be addressed to the Commission, and not to any specific member of the Commission, except where in response to a question from a member. No questions should be asked a member of the Commission except by permission of the Chair. The Chair may limit the extent or duration of public testimony in the interest of time where the testimony is cumulative or not relevant to the matter before the Commission.
- 5.7 Commission Decision. Upon the conclusion of the testimony, the Commission shall announce its decision or recommendation. The Commission may postpone or continue an item before it for a reasonable period of time in order to obtain further information, to provide additional time for deliberation of complex matters, or as provided in Chapter 599 of the Minneapolis Code of Ordinances relating to the destruction of a property.
- 5.8 Meeting Minutes. All decisions of the Commission shall be contained in minutes kept by the planning director and approved by the Commission at a subsequent Commission meeting.

## **SECTION 6 COMMITTEES**

- 6.1 Executive Committee. There shall be an Executive Committee consisting of the officers of the Commission and the chair of the Committee of the Whole. The Executive Committee shall have such duties as are assigned to it by the Chair of the Commission.
- 6.2 Committee of the Whole. There shall be a Committee of the Whole consisting of all members of the Commission. The Committee of the Whole shall have such duties as are assigned to it by the Commission.
- 6.3 Special Committees. The Chair may designate special committees as the Chair or the Commission may deem necessary.
- 6.4 Quorum. A quorum of the Executive Committee and the Committee of the Whole shall consist of three (3) members. A quorum of any special committee shall be a majority of its members.
- 6.5 Commission Action. Nothing herein shall restrict the right of the Commission to decide a matter without first referring it to a committee.

**SECTION 7  
AMENDMENT**

- 7.1 The Commission may, from time to time, amend or repeal these Bylaws, or adopt additional Bylaws as it may deem necessary, by a two-thirds vote of the members of the Commission following previous notice, provided such changes or additions shall be consistent with Chapter 599 of the Minneapolis Code of Ordinances and all other applicable regulations.