

**BYLAWS
SALEM PUBLIC ART COMMISSION**

**Article I
Officers**

- Section 1. Officers.** The officers of the Salem Public Art Commission are the chair and vice-chair, who shall be elected from among its members, and who shall hold office at the pleasure of the Salem Public Art Commission.
- Section 2. Duties of Chair.** The Chair shall preside at meetings of the Salem Public Art Commission. The Vice Chair shall, in the event of the absence or disability of the Chair, or of a vacancy in that office, perform the duties and function of the Chair.
- Section 3. Authority of Chair.** The Chair shall have the authority to call special meetings, appoint all committees, execute all documents authorized by the Salem Public Art Commission, serve as a voting member of all committees, sign all resolutions, and generally perform all duties associated with the office of Chair. The Chair or Vice-Chair, when serving as the presiding officer may move, second and debate from the chair, subject only to such limitations of debate as are by these rules imposed on all members, and shall not be deprived of any of the rights and privileges of a member by reason of acting as the presiding officer
- Section 4. Nomination and Election of Officers.** The Commission shall accept nominations from the floor and elect the officers at its first regularly scheduled meeting of the fiscal year. Officers shall serve a term of one-year from the meeting at which they are elected and until their successors assume office. There are no limits on the number of terms a member may serve as an officer.

**Article II
Committees**

- Section 1. Ad Hoc Committees.** The Chair may establish, as needed, Ad Hoc committees for the study of special issues. The Commission shall appoint members of Ad Hoc committees after receiving the recommendation of the Chair. Ad hoc committees may include in their membership City staff, public representatives, and outside experts.

**Article III
Meetings**

- Section 1. Frequency, Time and Place.** The Salem Public Art Commission shall meet at least quarterly, and at such other times by the call of the Chair or as may be authorized by these Bylaws. The quarterly meeting dates shall be set by the Salem Public Art

Commission at the first meeting of the fiscal year. The place and time of all other Commission meetings must be specified no later than five days in advance of the meeting.

Section 2. Minutes / Final Action Agenda. Minutes shall be made of each meeting. The minutes shall be maintained through sound, video or digital recording. In addition to the minutes, a final action agenda shall be prepared after each meeting by a member of the Commission as appointed by the Chair, which shall contain the following information:

- (1) The date, time, and location of the meeting or session;
- (2) The names of the members recorded as either present or absent;
- (3) Any motions, proposals, resolutions, and amendments thereto;
- (4) Results of all votes taken;
- (5) A general description of any other matters considered during the meeting;
and.
- (6) A record of any future action items.

Section 3. Quorum. A majority of the current members of the Board constitute a quorum to do business. Unless otherwise provided in these rules, the majority vote of the quorum present shall decide the question. Should a quorum not be present at a meeting, the members present may continue to receive and consider information items, but shall not take any final action. If there are vacancies on the Board, vacancies do not count toward determining a quorum.

Section 4. Attendance. Commissioners are expected to attend all meetings. If a Commissioner is unable to attend a meeting, that member should notify the Chair in advance of the meeting. Absences may be considered excused if the member has notified the Chair in advance of the meeting, the member is ill, or the member is out of town. If a member has fails to attend at least seventy five percent of the meetings within a consecutive six-month period, the Chair shall notify the City Manager in accordance with the procedure set out in SRC 2.550.

Section 5. Robert's Rules of Order. Unless otherwise provided by law or modified by these Bylaws, proceedings of the Commission shall be governed by "Robert's Rules of Order." The Commission has an obligation to the citizens to be clear and simple in its procedures and in the consideration of the questions coming before it. Therefore, members should avoid invoking the finer points of parliamentary procedure when such points serve only to obscure the issues before the Commission as a whole, and confuse the audience at its meetings.

Section 6. Public Meetings Law. All Salem Public Art Commission meetings shall be held in compliance with Oregon's public meetings law, ORS 192.610 to 192.690.

**Article IV
Order of Business**

Section 1. Agenda. The order of business for all regular meetings shall be as follows, however when it appears to be in the best interest of the public, the order of business may be changed for any single meeting by a majority vote:

- Opening
- Roll call
- Appearance of interested citizens to provide comment on an issue other than an agenda item
- Consideration of new business which may include public testimony as requested by the Commission
 - Items requiring discussion or action
 - Reports and information items
- Consideration of unfinished business
- Adjournment and announcement of the next meeting, if available.

**Article V
Consideration of Business**

Section 1. Motions. Motions shall require a second.

Section 2. Votes. Votes shall be taken by voice unless a show of hands is required for clarification.

Section 3. Motion to Reconsider. A motion to reconsider any action shall be made no later than the close of the next following regular meeting of the Commission. Such motion must be made by one of the prevailing side, but may be seconded by any member.

Section 4. Substitute Motion. A substitute motion is a motion which proposes to replace a pending main motion in its entirety. If seconded, debate on the relative merits of the main motion and the substitute motion shall be in order. If approved, a substitute motion shall stand as the main motion and the original main motion shall be deemed to have been rejected. If the substitute motion is rejected, vote shall proceed to the main motion.

**Article VI
Suspension and Amendment of Bylaws**

Section 1. Suspension. Any provision of these Bylaws may be temporarily suspended by a majority vote of the Commissioners present. The vote on any such suspension shall be taken by voice unless a show of hands is required for clarification.

Section 2. Amendment. These Bylaws may be amended, or new bylaws adopted, by a majority vote of the Commissioners, provided that the proposed amendments or new bylaws have been introduced at a prior meeting not less than ten days prior to Commission action on the proposed amendment or adoption.