

## **BYLAWS OF THE HISTORIC PRESERVATION COMMISSION**

Approved September 11, 1997; Amended March 10, 2011; September 13, 2012; December 11, 2014; May 5, 2016; March 2, 2017; June 1, 2017; April 11, 2019, March 4, 2021; March 7, 2024

The Historic Preservation Commission was established by Ordinance No. 3017, dated June 2, 1997. The purpose, powers and duties of the Commission are established by ordinance and are codified in Scottsdale Revised Code Section 2-313 and in Article 1 of Ordinance No. 455, the Zoning Ordinance of the City of Scottsdale.

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### **I. ORGANIZATION**

#### **101. Official Name**

The Commission shall be known as the “Historic Preservation Commission”.

#### **102. Elections**

The Chairperson (“Chair”) and Vice-Chairperson (“Vice-Chair”) shall be elected from among its appointed Commissioners, at the first meeting of each calendar year. The Chair and Vice-Chair shall take office immediately upon completion of nomination and voting and shall each serve for a term of one (1) year or until a successor is elected. The Chair shall be elected first and the Vice-Chair immediately thereafter. Elections shall be conducted as follows: nominations from the floor shall be requested and accepted, with the election vote taken by roll call.

Neither the Chair nor Vice-Chair session shall serve in the same capacity more than two (2) consecutive terms.

#### **103. Chairperson**

The Chair shall preside at all meetings and hearings of the Commission, decide all points of order or procedure, and perform any duties required by ordinance or these Bylaws. The Chair may make and second motions and shall have a voice and vote in all its proceedings.

#### **104. Vice-Chair**

The Vice-Chair shall be the acting Chair and shall perform all duties of the Chair whenever the Chair is absent or has declared a Conflict of Interest. In the event that neither the Chair nor Vice-Chair is in attendance, the former Vice-Chair, if present and still a member of the Commission, or the most senior member of the Commission, shall serve as the acting Chair at the respective meeting of the Commission.

#### **105. Absence of the Chairperson and Vice-Chairperson**

In the event that the Chair and Vice-Chair are both absent or have declared a Conflict of Interest, the former Vice-Chair, if present and still a member of the Commission, or the most senior member of the Commission, shall serve as the acting Chair at the respective question or meeting of the Commission.

#### **106. Vacancy**

Vacancies for Chair or Vice-Chair created by any reason may be filled by election at the next regularly scheduled meeting of the Commission. Should a commissioner become a Chair or Vice Chair to fill a vacancy for the remainder of a term of office, this will not be considered a one (1) year term for term limitation purposes.

**107. Removal**

The Chair or Vice Chair may be removed from his or her position as Chair or Vice Chair at any time by a vote of five (5) or more commissioners.

In the event a commissioner is unwilling or unable to serve or is absent or tardy from three (3) consecutive meetings, or four (4) meetings within a six-month period, the Chair shall notify the Mayor or the Mayor's designee so that the consideration of removal and replacement of the member may be scheduled for the City Council action. A member of the Commission may be removed by the City Council at any time and with or without cause. A Commissioner shall no longer serve and is considered to have resigned if the Commissioner is convinced of a felony or a crime of moral turpitude while serving on this Commission. For purposes of this subsection, "moral turpitude" has the same meaning as set forth in section 16-3 of Scottsdale's Revised Code.

**108. Committees**

A committee of the Commission shall not be created unless authorized by the City Council prior to its creation. Any committee created by the Commission following City Council Authorization may include only members of the Commission unless the City Council approves the appointment of a nonmember.

**109. Commission Liaison**

It shall be the duty of the Commission Liaison to conduct all official correspondence of the Commission; send out all approved Commission notices; publicly disseminate all agendas; be responsible for taking and distributing minutes; perform all the customary duties of the office; and perform any other such administrative duties as shall be reasonably requested by the Commission.

**110. Historic Preservation Officer and City Archaeologist**

The Historic Preservation Officer and City Archaeologist shall assist the Commission in carrying out its duties, and perform administrative duties required by Chapter 46, Article VI of the Scottsdale Revised Code and by the Zoning Ordinance of the City of Scottsdale.

**111. Legal Counsel**

The City Attorney or their designated representative shall be the legal counsel for the Commission. Advice of counsel if appropriate for an open meeting shall be provided before disposition of any request, of any question of law or matter requiring legal interpretations or advice.

**112. Service Recognition**

Each commissioner upon successfully completing his or her term of office will be recognized by the Commission. The Commission may upon majority vote choose to recognize a commissioner who is unable to complete a term of office due to extenuating circumstances.

**II. MEETINGS**

**201. Regular Meetings**

Regular meetings of the Commission are generally to be held on the first Thursday of each month and shall be posted in the office of the City Clerk and other designated posting areas as provided by law. In the event the Commission desires to cancel a future meeting, it may do so by consensus of a majority of the members present at a public meeting. When it is determined between public meetings that a meeting should be canceled for lack of quorum or other reason, the Commission Chair and Liaison may so cancel by posting notification of cancellation in as timely a manner as possible, and at least 24 hours prior to the scheduled

meeting as required by the Open Meeting law, at all the legal posting sites in the City of Scottsdale as determined by the City Council.

**202. Special Meetings**

Special meetings for good cause may be held by the Commission on call of its Chair or by request of a majority of its members, which call shall be filed with the Commission Liaison, or may be scheduled at any previous meeting by a majority of the commissioners constituting a quorum. The manner of the call shall be noted in the minutes of the special meeting, and at least a twenty-four (24) hour notice of the meeting shall be given to each commissioner. The Commission Liaison shall receive a forty-eight (48) hour notice of the meeting and shall post meeting notices at least twenty-four (24) hours before such meeting but shall comply with the notice requirements pursuant to City of Scottsdale Administrative Regulation 121.

**203. Executive Sessions**

No Executive Sessions shall be held except under circumstances authorized by statute. If after consultation with the City Attorney an executive session is deemed necessary, it shall be scheduled through a motion and vote by the Commission at a prior meeting.

**204. Open Meeting Laws**

All Meetings of the Commission shall be open to the public and shall be conducted in accordance with the provisions of the Arizona Open Meetings Laws. Any action calling for a formal vote shall take place only at a public meeting. All commissioners and the Commission Liaison shall be familiar with the Arizona Open Meeting Law A.R.S. § 38-431 to §38-431.09. Any commissioner who encounters a situation not specifically addressed within this chapter should consult with the City Attorney or designated representative before proceeding.

**205. Quorum**

A quorum necessary for the transaction of business shall consist of a majority of the members but in no case less than four (4) commissioners. Commissioners may attend a meeting in person or by electronic means. If there is a quorum, the business of the Commission shall be transacted by a majority of the members present and eligible to vote. As an example, if five (5) members are present and eligible to vote, the business of the Commission may be transacted by a majority vote of three (3) members. A member who is disqualified from voting due to a conflict of interest or the appearance of impropriety shall not be counted to determine the number of votes required to achieve a majority.

**206. Voting and Tie Votes**

Absent a Conflict of Interest or the declaration of an appearance of impropriety, a Commission member shall vote on a motion before the Commission.

For business of the Commission that requires action, if an agenda item receives a tie vote of the commissioners present, the item shall be deemed to be a denial of the proposed action or a recommendation of denial to the City Council as appropriate, unless the item is continued as set forth below. In the event of a tie vote, a member may, in the same meeting, offer a motion to continue the item to a future meeting of the Commission. If such a motion is adopted, no action on the item shall be deemed to have occurred other than continuance to a future meeting.

There shall be no proxy voting on the Commission or any of its committees, nor can proxies be extended for the purpose of establishing a Quorum of the Commission or any of its committees.

**207. Location of Meetings**

The location of meetings of the Commission shall be in the location as designated by the Chair and posted in the office of the City Clerk and other designated posting areas as provided by law.

**208. Applicant Attendance**

The applicant, or an authorized representative, in any case being heard before the Commission shall be present in person unless the Historic Preservation Officer or the Chair of the Commission has been notified of the absence in writing prior to the public hearing. If the applicant or their authorized representative shall not submit such notice and shall not appear before the Commission as regularly scheduled, the application scheduled for hearing may be continued. If the applicant or their authorized representative fails to appear as scheduled two times, the Commission can proceed to vote on the item and can take such failure to appear into consideration in its vote.

**209. Public Comment Presentations Time Limitations**

Any member of the public, whether speaking on behalf of themselves or as a representative of a property owner, an organization or group, when addressing the Commission on any matter shall be limited to a three (3) minute presentation. The Chair may, upon showing of good cause, suspend this rule on a particular matter or for a particular individual.

**210. Agenda Items**

The Commission Liaison shall be in charge of the Commission's agenda. Items within the Commission's purview may be placed on the Commission's agenda by the Commission Liaison or as requested by the Chair following consultation with the Commission Liaison, or by a majority vote of the members of the Commission. The Chair may, at his or her discretion, or shall, upon majority vote of the Commission, change the order of the agenda at any time during a meeting.

**211. Commissioner Requested Items**

Any Commission member may add an item to a scheduled Commission Meeting agenda to be listed under "Commissioner Items", by submitting the item to the Commission Liaison at least two business days prior to the Commission meeting to allow for agenda modification. Items added in this manner require a majority vote and discussion of such items shall be limited to consideration of the following options: 1) request that the Commission Liaison agendaize the item for a future meeting; 2) request that the Commission Liaison investigate the matter and prepare a written response to the Commission; or 3) take no further action. The Commission shall not, however, discuss or take action with respect to any matter not specifically listed on the agenda. To be placed on the agenda, an item must fall within the scope, duties, and purpose of the Commission.

**212. Conflict of Interest**

All members of the Commission shall take an active part in the Commission's deliberations and vote on every question presented to the Commission unless to do so would or might constitute a violation of the Arizona Conflict Of Interest Laws (A.R.S. §§ 38501 et seq.) and the City's Code of Ethical Behavior, Article II, Divisions 3 and 4 of the Scottsdale Revised Code. In the event that a member of the Commission determines that he or she has or may have a Conflict of Interest, the member shall make known that interest in the official record of the Commission and refrain from participating in or voting upon the issue or question.

**213. Communication Devices**

During any Commission meeting, members shall not use any electronic device capable of

sending or receiving messages for the purpose of communicating with others. Electronic devices may only be used during the Commission meetings for noncommunicative purposes such as referencing meeting materials.

**214. Commission Conduct**

As set forth below and as adopted by City Council in Resolution No. 9445 *The Principles of Civil Dialogue*, shall serve as a guide for the conduct of Commission Meetings.

“As a member of the Scottsdale community, I will genuinely listen; speak respectfully; and be accountable for my words and actions. "Genuinely listen" means I will listen for the purpose of understanding the speaker's point of view, without prejudging whether that point of view is right or wrong. "Speak respectfully" means I will voice my point of view calmly and respectfully without losing the passion of my position and commitment, discussing the issues without personal criticisms. "Being accountable" means I accept responsibility for my words and actions.”

**215. Service Recognition**

Each commissioner upon successfully completing his or her term of office will be recognized by the Commission. The Commission may upon majority vote choose to recognize a commissioner who is unable to complete a term of office due to extenuating circumstances.

**III. OFFICIAL RECORDS**

**301. Definition of Records**

The official records shall include these bylaws, and the minutes of the Commission and its committees together with all findings, applications, Historic Preservation Officer or staff reports, maps, photos, exhibits, correspondence, decisions, and other official actions or other items filed with or issued by the Commission or its committees.

**302. Record Retention**

All applications and other matters coming before the Commission shall be filed in the City Planning Department office in accordance with that department's general file system and retained pursuant to State Statute requirements.

**303. Minutes and Recording of Votes**

Minutes shall be kept for all meetings of the Commission and shall show the vote of each member on every question on which the Commission considers or takes action, or shall indicate absence. A member's declaration of a Conflict of Interest and related election to not participate in the discussion or vote on an agenda item shall be recorded in the minutes. The Commission will review and approve minutes of the previous meeting at the regular meeting.

**304. Agenda**

The agenda for all regularly scheduled meetings shall be prepared and posted at least twenty-four (24) hours prior to any meeting and made available to the public. The agenda and public notice must be in accordance with all public open meeting laws.

**305. Site Posting**

The site of each case that is scheduled for a Commission hearing shall be posted prior to the hearing as required by Ordinance No. 455, the Zoning Ordinance of the City of Scottsdale. Commission public hearing cases are subject to Zoning Ordinance required site postings include Historic Property (HP District Overlay) zoning cases and applications for Certificates of Appropriateness.

#### **IV. RULES AND AMENDMENTS**

**401.** Effective Date

These Bylaws and any amendments thereto, shall become effective at the next regular meeting following adoption by the Commission.

**402.** Amendment Procedure

Amendments to these bylaws require a two-thirds affirmative vote of the Commission, provided any such amendment is proposed at a preceding meeting, or is submitted in writing at a prior regular meeting of the Commission, and is noted in the minutes of such meeting. The Commission shall review the previously submitted amendments at the regular meeting. Amendments adopted as above shall become effective at the next regular meeting of the Commission.

**403.** Certified Copy

A certified copy of these Bylaws shall be placed on record in the office of the City Clerk within ten (10) days of being adopted.

**404.** Robert's Rule of Order

When any question of parliamentary procedure arises, it shall be decided on the basis of Robert's Rules of Parliamentary Procedure, unless otherwise specified in these Bylaws of the Commission or Scottsdale City Charter or Ordinance.

**405.** Written Communications

All written communications to City Council and other official bodies, individuals, and outside groups shall be sent out over the signature of the Chair, or the Vice-Chair if the Chair is not available.

**406.** Public Representations, Presentations and Communications

The Chair is the designated spokesperson for the Commission. If the Chair is not available for an oral presentation or report to City Council or other official body, the Vice-Chair will be the spokesperson for the Commission to make the oral presentation. If both the Chair and Vice-Chair are not available for a presentation or report to City Council or other official body, the Chair may designate a Commission member as spokesperson for the Commission. Requests to Commission members for information on official actions of the Commission should be forwarded to the Chair whenever possible.

**407.** Conflict

In the event that any Commission bylaw shall be at conflict with any State statute or any ordinance or resolution of the City of Scottsdale, the statute, ordinance, or resolution shall prevail. These bylaws are intended only to supplement such ordinance and resolutions and may not amend, annul, or abrogate any ordinance or resolution of the City of Scottsdale.

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#### **CERTIFICATE**

The City of Scottsdale Historic Preservation Commission hereby certifies that the foregoing Bylaws were duly adopted by the Commission on March 7, 2024.