

**Draft copy of proposed
Langley Arts Commission Bylaws
January 2015**

ARTICLE I: Name

Under Ordinance Number 998, the City Council of the City of Langley, Washington, established the City of Langley Arts Commission on February, 18, 2014.

ARTICLE II: Purpose

The Langley Arts Commission advises the Mayor, City Council and City Staff regarding the city's public arts program and implementation of the city's one percent for the arts policy for capital projects. The commission shall advise the Mayor and City Council regarding the planning, design, solicitation and selection of artists and public art installations for the city. When requested by the Mayor or City Council the commission will also advise the city on any art related issue such as promoting the arts in Langley, partnerships between the city and other arts organizations, the facilitation and management of arts related events and arts education.

The Langley Arts Commission serves our community by:

Creating Place

The Arts enrich our community and contribute to a desirable quality of life, creating a successful, dynamic, attractive place to live, work and visit.

Driving Economics

The Arts create jobs and produce tax revenue, stimulate business activity, and attract tourism as well as families and individuals interested in living in an arts-rich community.

Providing Opportunity

The Arts engage citizens and provide opportunity. The Arts Commission strives to

- Showcase local and regional artists and artistic talent
- Expand public awareness of arts-related opportunities and accessibility
- Offer a forum for involvement in the arts through public discussion and discourse

Building Legacy

The Arts preserve the unique culture and heritage of the community, and reflect who we are and what is important to our society. Arts and Culture are essential to education and life-long learning by fostering imagination, innovation and critical thinking skills.

ARTICLE III: Organization

The organization of the Langley Arts Commission shall comply with the Langley Municipal Code Chapter 2.34, "Uniform Policies for Citizen Boards and Commissions."

Number and Appointment:

The Langley Arts Commission shall consist of seven members appointed by the Mayor and confirmed by the City Council, with recommendation by the Arts Commission members.

Membership qualifications:

The Langley Arts Commission membership should reflect a broad range of arts-related interests, including, but not limited to, visual arts, performance arts, literature and spoken arts, practicing artists, organizations that support and further the arts in Langley, and passionate community members at large.

Conflict of Interest

If any member has a conflict of interest or an appearance of fairness issue with a matter before the board or commission, the member shall not participate in the deliberations and the decision-making process with respect to the matter. (Ord. 900, 2008)

Term limits

Members are appointed to a three-year term. No member may be appointed to more than two consecutive terms. A term shall commence at the date of the annual meeting. If a member is appointed between annual meetings, his/her term for the purpose of this provision shall commence on the date of the annual meeting following the date of his/her appointment to the Arts Commission. After serving one term and leaving the Arts Commission, or upon completing two full terms, no member may be appointed again for two years after their last term.

Terms shall overlap so that no more than three members shall complete a term in any given year.

Establishment of over-lapping terms will be completed by October 2020:

- First Three-Year Term: Aug 2014-Sept 2017
 - All current members will fulfill a three year term.
- Second Three-Year Term: Oct 2017-Sept 2020
 - Members electing to remain on the Langley Arts Commission after their first term will be appointed to one of the following terms:
 - Three members will fulfill a three-year term, Oct 2017-Sept 2020
 - Two members will fulfill a two-year term, Oct 2017-Sept 2019
 - Two members will fulfill a one-year term, Oct 2017-Sept 2018
 - Upon completion of the term, members will be considered to have completed two full terms and will not qualify for appointment for two years.
- For the following Three-Year Terms
 - Oct 2018: Two new members will be appointed for the term of Oct 2018-Sept 2021
 - Oct 2019: Two new members will be appointed for the term of Oct 2019-Sept 2022
 - Oct 2020: Three new members will be appointed for the term of Oct 2020 – Sept 2023
 - Upon completion of the term, members will have the option for appointment for a second three-year term.

Vacancies

All vacancies in the membership of Arts Commissioners, whether by resignation, death or otherwise, may be filled by appointment by the Mayor and confirmed by the City Council, with recommendation by the remaining Arts Commission members. The appointed member will fulfill the remaining term limits of the vacated position.

Removal of Members

A commissioner elected or appointed may be recommended to the Mayor and City Council for removal by a two-thirds vote of the Commissioners, whenever in its judgment the best interest of the Commission will be served thereby.

Attendance

Any member anticipating an absence from a meeting should notify the Chair in advance of that meeting. Any member of the Commission who has been absent from three consecutive regular or special meetings of the Commission without the approval of the Chairperson shall have tendered his or her resignation. He or she shall be notified in writing of the Commission's recommendation to the Mayor and City Council to seek a replacement for that position and unexpired term.

Remuneration/Disbursement

No salary shall be paid to commissioners, as such, for their service. Reimbursements approved by the Mayor will be distributed through City process

Officers

The officers of the Commission shall be a Chair, Co-chair, and Secretary.

- Chair and Co-Chair: The Mayor shall appoint a chair and co-chair, with recommendations from the commissioners. The Chair shall preside at meetings of the Commission and committees, exercising any authority of the Commission. The Co-chair shall conduct Commission meetings and act as Chair in the absence or disability of the Chair, and otherwise perform any duties as assigned by the Commission. The Chair and Co-chair may be elected for more than one term, but no more than two one-year terms.
- Secretary: The Secretary shall be elected each year at the annual meeting. He/she shall keep records of the proceedings of the Commission; post required notifications of Arts Commission meetings; and executed all contracts and other obligations, as required by the City of Langley.

Vacancies

All vacancies in the Executive Committee, whether by resignation, death or otherwise, may be filled by appointment by the Mayor and confirmed by the City Council, with recommendation by the remaining Arts Commission members. The appointed member will fulfill the remaining term limits of the vacated position.

Removal

Any officer elected or appointed may be recommended to the Mayor and City Council for removal by a two-thirds vote of the Commissioners, whenever in its judgment the best interest of the Commission will be served thereby.

ARTICLE IV: Meetings

The Langley Arts Commission meets once a month in the Langley City Hall meeting room, on a mutually-agreed upon date for management and purpose as vested in the commission. All meetings shall follow the Standard Code of Parliamentary Procedure and comply with the Langley Municipal Code, including

2.34.110 Open meetings

All meetings of boards and commissions are subject to the Open Public Meetings Act (Chapter 42.30 RCW) where a majority (a quorum) meets and discusses city business.

- All regular board and commission meetings and agenda, including date, time and location, will be made available to the public by 4:30 p.m. Friday, the week before the meeting. (Ord. 900, 2008)

2.34.120 Conduct

Rules and regulations for the conduct of boards and commissions include

- Minutes are taken at all meetings
- A majority of the members shall constitute a quorum for the transaction of business, and a majority of those present shall be necessary to carry any motion. All members shall have one vote
- The Commission may adopt such additional rules and regulations as are necessary for the conduct of its business, subject to the approval by the council. (Ord. 900, 2008)

Participation

- Meeting attendance and participation are allowed via teleconference. Arrangements to participate via telephone must be made in advance with notification to the commission secretary no later than five days prior to the scheduled meeting.
- Agenda item requests can be submitted to the Chair up to one week prior to the monthly meeting

Dissention

- A commissioner who is present at a meeting at which action on a matter is taken shall be presumed to have assented to such action unless his/her dissent shall be entered in the minutes of the meeting, or unless he/she shall file his written dissent to such action with the secretary of the meeting, before the adjournment thereof, or shall forward such dissent by registered mail to the secretary immediately after the adjournment of the meeting. Such right to dissent shall not apply to a commissioner who voted in favor of such action.

Annual Meeting

The annual meeting of the commissioners shall occur in October, on a mutually-agreed upon date. The order of business shall include:

- Election of officers, and appointment of new and second-term members
- Review the annual Public Arts Program as submitted to the Mayor and City Council in April
- Discuss the next year's Work Plan to be submitted to the Council in December

Special Meetings

Special meetings of the Commission or any committee designated and appointed by the Commission may be called by or at the written request of the Chair or by quorum of the commissioners, or, in the case of a committee meeting, by the chair of the committee, to be held at any reasonable and suitable place the commissioners may from time to time direct. Meeting notification shall be consistent with the City of Langley code. The Mayor and/or the City Planning Department shall be notified of all special meetings.

ARTICLE V: Committees

The Commissioners, by resolution adopted by a majority may designate and appoint standing or ad hoc committees, each of which shall consist of one or more Commissioners and may include members at large. The designation and appointment of any such committee and the delegation thereto of authority shall not operate to relieve the Commissioners, or any individual Commissioner of any responsibility imposed upon them. Committees may not act on behalf of the Commission nor bind it to any action, but may make recommendations to the Commission. Committee chairs may be appointed by the Chair of the Commission or by the members of the committee as its charter may permit, subject to confirmation by the Commissioners. Committees are required to submit a report to the monthly Commission meetings. The Commissioners shall inform the Mayor of any designated or appointed committee.

ARTICLE VI: Administrative and Financial Provisions

Financial

- The fiscal year of the Langley Arts Commission shall be January 1 through December 31
- The Commission shall submit correct and adequate records of accounts and finances to the City Planning Department
- Accounting procedures for all income, including public funds, grants, donations, or in-kind gifts shall refer to the Langley Municipal Code.

Administrative

- The central records of the Commission shall be kept in the City Planning Department, including: current articles and bylaws; correct and adequate records of accounts and finances; a record of officers' and Commissioners' names and addresses; minutes of the proceedings of the Commissioners, and any minutes which may be maintained by a committee of the Commissioners; in addition to the records of accounts and finances.
- Records are subject to public disclosure regulations.
- Recommendation to the Mayor for alteration, amendment, or repeal of the bylaws, requires a quorum vote at any regular meeting of the Commissioners, providing notification of such proposed revision has been made to Commissioners ten or more days prior to the meeting.
- Information gathered in the course of doing business pertaining to names, addresses, and any other personal information shall not be used for any non-Commission related activities, nor disclosed to any other organization or entity, except under explicit Commission and individual permission, except as required by law

ARTICLE VII: Miscellaneous

Dissolution

Dissolution of the Langley Arts Commission is subject to the Langley Municipal code.

Indemnification:

Commissioners acting in their capacity as a member of the Arts Commission are indemnified and held harmless under the City's insurance policy and coverage.

Certification

_____, being Secretary of the Langley Arts Commission, hereby certifies that the foregoing bylaws were duly adopted by the commissioners on _____, 2015.

Secretary