

**BYLAWS OF THE
ANN ARBOR PUBLIC ART COMMISSION
CITY OF ANN ARBOR, MICHIGAN**

Article I. Name

The name of this commission is the Ann Arbor Public Art Commission.

Article II. Enabling Authority

The Ann Arbor Public Art Commission was established by Section 1:238 of Chapter 8 of Title I of the City Code. Its purpose and duties are included in the City's Public Art Ordinance, Chapter 24 of Title I of the City Code. Section 1:238 and Chapter 24 both were adopted by the City Council November 5, 2007, effective November 21, 2007.

Article III. Purpose, Objectives, and Duties

Section 1. The purpose of the Ann Arbor Public Art Commission (AAPAC) is to serve as the oversight body for the City's Public Art Ordinance as provided in Section 1:837 and elsewhere in Chapter 24 of the City Code. AAPAC shall be responsible directly to the Public Services Area Administrator, the City Administrator and/or Mayor and City Council as provided in Chapter 24 of the City Code.

Section 2. AAPAC is an advisory body and shall be limited to performing the tasks enumerated in Chapter 24 of the City Code, these bylaws or otherwise delegated to it by City Council. By Chapter 24 of the City Code, AAPAC is charged with the following powers and duties:

- (A) Promulgate guidelines, subject to the approval of City Council, to implement the provisions of this chapter, including procedures for soliciting and selecting public art and for determining suitable locations for public art;
- (B) By April 1 of each year, submit to City Council a plan detailing potential projects and desirable goals to be pursued in the next fiscal year;
- (C) Make determinations, subject to the approval of the City Administrator, for each proposed project in the capital improvement program as to whether it is eligible for public art funding under Chapter 24 of the City Code and, if so, calculate the total construction costs of the project and the total amount of art funding required;
- (D) Make recommendations, subject to the approval of the City Administrator, regarding disbursement of public art funds to acquire, produce, install, maintain, alter, relocate or remove public art;
- (E) Raise funds above and beyond the funds for public art that are included as part of a capital improvement project or that are in a pooled public art fund, interact with donors of funds or art works on behalf of the city, and foster public/private partnerships to support public art;
- (F) Promote awareness of public art;

- (G) Present an annual report to City Council within 60 days after the end of each fiscal year containing:
- (i) A report on the status of all public art incorporated into or funded by capital improvement projects in progress or completed during the preceding fiscal year;
 - (ii) A maintenance report on each work of public art presently under City management detailing maintenance costs for the preceding fiscal year, anticipated maintenance costs for the next fiscal year, and any significant future maintenance concerns, including prioritized recommendations for the maintenance, repair or renovation of particular works;
 - (iii) A review of the City's public art with regard to the purposes stated in Chapter 24 of the City Code;
 - (iv) A report on AAPAC's efforts to promote awareness of public art;
 - (v) A report on donations of art and where such art was placed;
 - (vi) A report on additional funds raised and how such funds were used; and
 - (vii) Any other matter of substantial financial or public importance relating to the public art in the City.
- (H) Perform any related duty delegated by City Council; and
- (I) Provide advice to and assist both potential donors of art and other governmental entities regarding possible public locations for placement of art when such art cannot be placed on any City property or incorporated into a capital project of the City.

Section 3. AAPAC does not have authority to enter into contracts or otherwise create a contractual obligation for the City. The selection of public works of art, artists and contractors to design, create, maintain or perform work otherwise related to public works of art, and all contracts for such works of art and work, shall be done and awarded in accordance with City Charter, City Code and City policies and procedures governing the award of contracts.

Article IV Membership

Section 1. As provided in Section 1:238 of the City Code, AAPAC shall consist of nine (9) voting members nominated by the Mayor and approved by City Council. The City Administrator or her/his designee shall be a nonvoting ex-officio member of AAPAC. Appointments of the nine (9) voting members shall be made from candidates who have the following expertise or affiliation:

- Persons who, insofar as possible, have experience and/or an interest in the placement, creation, or design of public art.

Section 2. All members of AAPAC, including members of its subcommittees, shall serve

without compensation.

Section 3. All voting members of AAPAC shall be appointed for a three-year term. In order to insure that approximately one third of the voting members' appointments expire each year, initial appointments shall be three (3) members for a one-year term, three (3) members for a two-year term, and three (3) members for a three-year term as provided in Section 1:238(2)(A) of the City Code.

Section 4. Consistent with City Charter Section 12.2, all members of AAPAC shall be registered electors in the City of Ann Arbor, unless an exception is granted by a resolution concurred in by at least seven (7) members of City Council.

Section 5. Members whose term has expired shall hold over and continue to serve as members of AAPAC until a successor has been appointed. Consistent with City Code Section 1:171, no member shall be allowed to hold over for more than sixty (60) days beyond the appointed term whether or not a successor has been appointed, except that City Council may extend terms for periods of ninety (90) days upon the recommendation of the Mayor and vote of at least six (6) members of Council.

Section 6. Consistent with City Code Section 1:171, the Mayor shall notify City Council of the expiration of a member's term at least thirty (30) days prior and shall present to City Council all proposed reappointments no later than sixty (60) days after the expiration of the term.

Section 7. Consistent with City Code Section 1:171, any vacancy on AAPAC occurring in the middle of a term shall be filled for the remainder of the term in the same manner as for full-term appointments.

Section 8. Members are expected to attend regularly scheduled meetings and to notify the Chair and the Public Art Administrator or other person designated by the Public Services Area Administrator in advance if they expect to be tardy or absent. If a member misses more than three (3) regularly scheduled meetings in a twelve (12) month period, the Chair shall notify the Mayor and may recommend removal of the member.

Section 9. A member of AAPAC may be removed by City Council for cause following notice and a hearing.

Article V Ethics and Conflicts of Interest

Section 1. A member of AAPAC shall abstain from discussion or voting on any matter where that member is involved in a real or apparent conflict of interest.

Section 2. A member of AAPAC shall neither solicit nor accept gratuities, favors, or anything of monetary value from persons or entities in a position to benefit from a decision of AAPAC.

Section 3. A member of AAPAC shall not obtain, for himself/herself or for any person with whom he/she has business or family ties, any financial or beneficial interest in a matter which may be affected by a decision of AAPAC. This restriction shall apply during the member's tenure on AAPAC and for one year thereafter.

Section 4. A member of AAPAC shall abstain from discussion or voting on any matter from which that member, any member of his/her immediate family, his/her partner, or a person with whom the member has family or business ties may obtain a financial interest or other benefit.

Section 5. Except where it violates a confidence, a member of AAPAC shall disclose all pertinent facts regarding any possible conflict, real or apparent, and those facts shall be recorded in the minutes of the proceedings. The member may then abstain from discussion and voting on the matter.

Section 6. Members of AAPAC shall complete an annual disclosure of organization affiliations and shall update this disclosure in writing at any time during the year when such affiliations change.

Section 7. Members of AAPAC shall comply with the ethical requirements of these bylaws in a manner consistent with all applicable laws governing conflicts of interest.

Section 8: A member of AAPAC shall not use his/her position on AAPAC to advance his/her own personal gain or advantage.

Article VI Officers

Section 1. The officers of AAPAC shall be a Chair and Vice-Chair. The officers shall be elected by secret ballot each year from among the voting members of AAPAC. The officers shall be elected for a one-year term by a majority of the voting members currently serving on AAPAC. No member shall serve more than three (3) consecutive one-year terms in one office. The term of the officers shall run from the date of AAPAC's regular meeting in January to the date of AAPAC's regular meeting in January of the following year.

Section 2. The Chair shall preside at all meetings and shall decide points of order and procedure subject to the provisions of these bylaws and with the guidance of Robert's Rules of Order, as revised. The Chair shall have the privilege of discussing and voting on all matters before AAPAC. The Vice-Chair shall assume the duties of the Chair in the Chair's absence.

Section 3. When an office becomes vacant before the expiration of the current term, the vacancy shall be filled in the same manner as full-term offices and the new officer shall serve the remainder of the term. Should an officer resign or be removed from AAPAC, or otherwise become unable to fulfill his/her official duties before the expiration of his/her term, a replacement officer shall be elected at the next regularly scheduled meeting and shall serve for the remainder of the term. The replacement officer shall be elected in the same manner as for full-term officers. The Vice-Chair may be elected as replacement Chair, in which case a replacement Vice-Chair shall be elected at the same time.

Section 4. No individual may hold more than one (1) office at a time.

Article VII Meetings

Section 1. AAPAC shall conduct regularly scheduled meetings at least monthly. The schedule of regular meetings for the following year shall be determined by AAPAC before the end of the current year. Notice of the year's schedule of regular meetings shall be posted at least forty-eight (48) hours prior to the first meeting of the year.

Section 2 Special meetings may be called by the Chair or by a concurring vote of a majority of the voting members currently serving on AAPAC. The purpose of the special meeting shall be stated in the public notice for that meeting. At the special meeting, AAPAC may not conduct any business beyond the specific purpose stated in the public notice, except by unanimous consent of the voting members present. Public notice of the special meeting shall be posted at least eighteen (18) hours prior to the scheduled starting time.

Section 3. AAPAC may hold non-voting working meetings to carry on the work of AAPAC. Public notice of the working meeting of AAPAC shall be posted at least eighteen (18) hours prior to the scheduled starting time.

Section 4. Public notice of subcommittee meetings shall be posted at least eighteen (18) hours prior to the scheduled starting time.

Section 5. Public notice of all meetings shall be posted at City Hall.

Section 6.

Notice of each meeting shall be provided to all members of AAPAC at least forty eight (48) hours prior to the scheduled starting time for all regular and special meetings and at least eighteen (18) hours prior for all rescheduled and subcommittee meetings. Notice of each subcommittee meeting shall be provided to all members of the subcommittee at least eighteen hours (18) prior to the subcommittee meeting.

Section 7. The Chair may cancel a meeting due to weather, emergency, or other circumstances that may substantially limit the ability of members of AAPAC or the public to attend. The Chair shall give notice of cancellation to members of AAPAC and to the Public Art Administrator or other person designated by the Public Services Area Administrator at least two (2) hours prior to the scheduled meeting time, where practicable. The Chair shall post public notice of the cancellation as soon as practicable. The Chair may reschedule cancelled meetings with AAPAC's consent. Public notice for rescheduled regular or special meetings shall be posted at least eighteen (18) hours prior to the scheduled starting time.

Section 8. A majority of all voting members currently serving on AAPAC shall constitute a quorum. A concurring vote of the majority of all voting members currently serving on AAPAC is required for AAPAC to act on any matter. If the effective voting membership of AAPAC is reduced because of a conflict of interest, a majority of the remaining voting members currently serving on AAPAC shall be required for AAPAC to act on any matter. The right to vote is limited to members of AAPAC actually present at the time the vote is taken at a lawfully called meeting.

Section 9. Except for the election of officers, voting shall be by voice and a show of hands. If the vote is not unanimous, a roll call vote shall be taken and recorded in the

minutes.

Section 10. AAPAC shall arrange to keep minutes of all meetings, which shall be a record of AAPAC's consideration and actions, and which shall include at a minimum a list of those members present and not present at each meeting; identifying information, where given, of all persons appearing before AAPAC; a copy of each resolution or other matter acted upon by AAPAC and a description of the outcome of each action. The minutes shall be filed in the Public Services Area and shall be a public record.

Section 11. All meetings of AAPAC and its subcommittees shall be open to the public and conducted in accordance with the Michigan Open Meetings Act (PA 267 of 1976), as amended. Closed sessions may be called for purposes listed in the Open Meetings Act.

Section 12. Public comment shall be allowed at all meetings. An individual may speak for up to three (3) minutes on any item open for public comment. The Chair may extend an individual's speaking time in his/her discretion. Public comment on non-agenda items may be limited to the Chair's discretion. Public comment is for members of the public to address comments to AAPAC. Responses from AAPAC to members of the public are not required.

Section 13. After a motion has been decided, any member voting with the prevailing side may move for reconsideration of the motion at the same or the next regular meeting. No motion may be reconsidered more than once.

Article VIII Agenda and Order of Business

Section 1. Agendas for each meeting of AAPAC shall be developed by the Chair and the Public Art Administrator or other staff member designated by the Public Services Administrator. Agendas for all regular meetings shall be made available to the public and other members of AAPAC at least forty-eight (48) hours before the meeting's scheduled starting time.

Section 2. The order of business at regular meetings shall be as follows. The order of business may be suspended or modified by a majority vote of those members present.

- a) Roll Call
- b) Approval of Minutes of Previous Meetings
- c) Approval of Agenda
- d) Public Comment
- e) Regular Business (Agenda Items)
- f) New Business (Non-Agenda Items)
- g) Adjournment

Article IX Committees

Section 1. AAPAC may create standing or special committees to carry on the work of AAPAC. Standing committees may, but need not be, described in the bylaws. Subcommittees shall be limited to performing the tasks delegated to them by AAPAC. Each committee shall include at least one (1) member of AAPAC. AAPAC may, by majority vote of the voting members of AAPAC, appoint persons who are not members of AAPAC to be non-voting members of such subcommittees.

Section 2. Members of subcommittees shall be appointed by the Chair and approved by AAPAC.

Section 3. All recommendations to the City Council shall be made by AAPAC and not by a subcommittee of AAPAC.

Article X Parliamentary Authority

Section 1. The rules contained in the current edition of Robert's Rules of Order Newly Revised shall guide AAPAC except where they are inconsistent with these bylaws.

Section 2. AAPAC shall not adopt or follow any operating rules, regulations, or guidelines not expressly prescribed by these bylaws.

Article X Amendment of Bylaws

Section 1. Proposed amendments to these bylaws may be approved at any regular meeting by of all voting members currently serving on AAPAC. Proposed amendments must have been submitted in writing at the previous regular meeting to be considered. Proposed amendments must be submitted to the Office of the City Attorney for review and shall not be effective until approved by City Council, which shall have final discretion to modify these bylaws.

Section 2. These bylaws shall be reviewed by AAPAC at its regular meeting in January of each year for possible amendment.

Article XI Miscellaneous

Section 1. At the discretion of the City Administrator, or as otherwise mandated by City Council, designated staff of the Public Services Area shall be the primary provider of administrative support and professional advice to AAPAC and the Public Services Area Administrator shall be the primary liaison between AAPAC and City staff.

Section 2. The Ann Arbor City Attorney's Office shall be the legal consultant to AAPAC.

Approved by the Ann Arbor Public Art Commission: May 12, 2009

Approved by City Council _____, 2010