

THE FREDERICKSBURG ARTS COMMISSION BYLAWS

ARTICLE I: NAME

The name of the organization shall be the Fredericksburg Arts Commission.

ARTICLE II: PURPOSE

The Fredericksburg Arts Commission, hereafter known as “the Commission,” promotes, supports, and expands the arts as in integral aspect of life for all people in the Fredericksburg area. The Commission advises the City on policy and program development, oversees the grants and public art programs, advocates for the Arts, and acts as a liaison between the arts community and the City. Arts Commission Members are appointed by the City Council.

ARTICLE III: OFFICE

The principal office of the Commission shall be located in the City of Fredericksburg.

ARTICLE IV: COMMISSION

Section 1. Membership

(a) The Fredericksburg Arts Commission shall be appointed by the city council and shall be composed of up to eleven members who have specific knowledge, interest or expertise in the arts.

(b) The Commission shall include at least one (1) voting member of City Council. The City Manager shall nominate one city staff member from the Department of Economic Development ad Tourism to serve as a non-voting member of the Commission. This staff member shall be responsible for the keeping of all necessary financial records to ensure oversight of the financial and other assets in the care of the Commission, and, as applicable to satisfy all City of Fredericksburg ordinances applicable to City resources and assets.

Section 2. Selection and Term

a. a.Members of the Commission shall be appointed by the Fredericksburg City Council for a term of four years.

b. b.Members of the Commission shall be appointed to no more than two (2) consecutive terms and shall be eligible for re-election after an absence of one (1) year.

Section 3. Parliamentary Authority

All matters shall be decided by a simple majority vote.

Section 4. Number of Terms Served

Commission Members may serve two (2) consecutive full terms and then may be reappointed after an absence of one (1) year.

Section 5. Attendance

Attendance shall be governed by the policy set by the Commission.

Section 6. Vacancies

For the purpose of filling vacancies, the Commission may submit names for each Commission vacancy to the Fredericksburg City Council. The City Council may appoint Commission Members from the recommended list or from applications made directly to the City Council.

Section 7. Resignation/Termination

Any Commission Member may resign at any time by submitting written notice of such resignation to the Chair of the Commission. A person appointed in place of the Commission Member who resigned shall serve the remainder of that term. A Commission Member may be terminated by a recommendation to the Fredericksburg City Council and a vote of the Council to terminate the Commission Member.

ARTICLE V: OFFICERS

Section 1. Designation and Number

The officers of the Commission shall be the Chair, the Vice-Chair, and the Recording Secretary. Other officers may be elected if the majority of the Commission determines it to be necessary or desirable for the efficient administration of the Commission.

Section 2. Legal Counsel

The Commission may retain legal counsel.

Section 3. Approval of Officers and Terms of Office

- a. a. Officers shall be elected by the Commission.
- b. b. Each officer shall be elected for a one (1) year term.
- c. c. Each officer of the Commission shall be eligible to serve for two (2) consecutive terms and be eligible for re-election after an absence of one (1) year.

Section 4. Special Appointment of Officers

An officer may be appointed by a simple majority of the Commission to fill a vacancy or to serve a shortened term. This may be done at any time during the year with an expiration date of the appointment(s) so made coinciding with the Commission's fiscal year (July 1-June 30).

Section 5. Resignation or Termination of Officers

An officer may resign at any time by submitting written notice of such resignation to the Commission. An officer may be removed from office by a 2/3 vote of the remaining Commission Members at a regular meeting, or a special meeting called for that purpose.

Section 6. Duties

- a. a) The Chair of the Commission shall preside at all full Commission meetings, shall sign all documents requiring an official signature on behalf of the Commission, including its annual report to the Fredericksburg City Council. The Chair shall ensure that the transaction of all Commission business is in accord with any applicable law, these by-laws, and the conflict of interest statement identified in Article X. The Chair shall recommend, with the Commission's approval, Chairs and Commission Members to serve on the various standing and special Committees of the Commission. No pronouncements made by the Chair as spokesperson or representative of the Commission shall obligate or commit the Commission except as provided in these by-laws or as otherwise specifically authorized by the Commission.
- a. b) The Vice-Chair shall act in the absence of the Chair to conduct meetings or otherwise perform such duties as may be delegated by the Chair of the Commission.
- a. c) The Recording Secretary of the Commission shall be responsible for taking minutes during Commission meetings. All Commission records and minutes shall be kept at the office of the Commission Member appointed by the City Manager and shall be open to inspection by the public at reasonable times.
- b. e) The Immediate Past-Chair of the Commission shall be the Advisor and holds this position for a term of one year.

ARTICLE VI: COMMITTEES

The Chair with the approval of the Commission shall create such standing and ad-hoc committees as may be required to conduct the business of the Commission. The Chair of the Commission shall appoint at least two (2) Members to each committee. These appointees may include non-voting community members who are not Commission Members as long as there are at least two (2) Commission Members on the Committee, one of which shall be the Committee Chair.

Section 1. Standing Committees: The following shall be standing committees of the Commission:

- (1) **Public Art.** This standing committee shall consist of at least two voting members of the Commission, with up to three community members. This committee is charged with developing city public art by: finding and securing locations, determining scope and nature of the work, contracting with artists, and locating funding.
- (2) **Website.** This standing committee shall consist of at least two voting members of the Commission, with up to three community members. This committee is charged with developing and maintaining the commission's website.
- (3) **Grants.** This standing committee shall consist of at least two voting members of the Commission, one of which shall be the Chair and a member appointed by the Chair, with up to three community members. This committee is charged with reviewing Grants that come in through the EDA or other sources, and making funding recommendations as necessary.
- (4) **Venues.** This standing committee shall consist of at least two voting members of the Commission, with up to three community members. This committee is charged with: (a) identifying viable performing venues within the city, (b) assessing needs and deficiencies of performing venues, (c) generating a plan to meet those needs, (d) promoting performance opportunities within the city.
- (5) **Events.** This standing committee shall consist of at least two members of the Commission, with up to three community members. This committee is charged with promoting cultural events within the city of Fredericksburg by providing information to aid event coordinators, championing legislation to encourage an event-friendly environment, and attracting new events to the area. This committee shall also be charged with developing and coordinating any events sponsored by the Commission.

ARTICLE VII: REPORTING

The Commission shall make an annual report of its activities to the Fredericksburg City Council early in the budget process. It shall also submit any other reports requested of required by the Fredericksburg City Council.

ARTICLE VIII: MEETINGS OF THE COMMISSION

Section 1. Public Meetings

All meetings and business of the Commission shall comply with requirements of the Fredericksburg City Code and the code of the Commonwealth of Virginia regarding open meetings.

Section 2. Regular Meetings

Regular meetings of the Commission shall be held monthly (unless waived by the majority of the Commission) at such place within the City of Fredericksburg as shall be determined by the Commission Chair and the Commission.

Section 3. Special Meetings

Upon the call of the Chair or any four (4) Commission Members or a vote of the Commission, other meetings of the full Commission may be held upon notice by letter, telephone, e-mail, or in person, sent at least forty-eight (48) hours before such a meeting to each Commission Member. All notices shall be in compliance with Virginia Law.

Section 4. Quorum

Six Commission Members shall constitute a quorum for the transaction of business at Commission meetings.

Section 5. Formal Action

Every act done or decision made by a majority of the Commission Members present at a meeting duly held at which a quorum is present shall be regarded as the act of the Commission.

Section 6. Agenda

The agenda for all meetings of the Commission shall be prepared by the Chair. Additional agenda items may be proposed by any Commission Member. Copies of the agenda shall be sent to Commission Members no later than forty-eight (48) hours prior to the meeting.

Section 7. Conduct of the Meeting

All meetings shall be open to the public, but participation in discussions by members of the public shall be at the discretion of the Chair of the meeting with a simple majority vote of the Commission. The agenda shall be followed to the extent possible, but other matters may be considered with a simple majority vote of the Commission.

Section 8. Public Appearances and Requests

Any Fredericksburg resident or organization shall be entitled to request to appear before the Commission. Such requests must be made in writing, by telephone, or by email and shall be delivered to the Commission Chair at least seven (7) working days prior to the meeting of the Commission. The communication shall include all relevant facts concerning the personal appearance or request. Each Commission meeting will have time set aside for public comment.

Section 9. Records

Minutes and records of the business conducted at all meetings of the Commission shall be kept and shall be open for public inspection. The Minutes and records of each meeting shall be subject to approval by the Commission and shall be signed by an officer of the Commission, usually the Secretary. The Minutes shall be forwarded to each Commission Member prior to the next subsequent meeting for approval and action at such subsequent meeting.

ARTICLE IX: COMPENSATION

No Commission Member or member of its Committees shall receive compensation for services rendered as a Commission or Committee Member, but by resolution of the Commission may be reimbursed for expenses associated with their duties.

ARTICLE X: CONFLICT OF INTEREST

The Commission agrees to adopt the Conflict of Interest Policy of the City of Fredericksburg as it appears now or as amended in the future.

ARTICLE XI: AMENDMENT OF THE BY-LAWS

These by-laws may be amended, added to, or repealed by a two-thirds (2/3) vote of the full Commission.

ARTICLE XII: NONDISCRIMINATION

The Commission agrees to adopt the Nondiscrimination Policy of the City of Fredericksburg as it appears now or as amended in the future.

Revised June 2015