

# City of Holland, Michigan Historic District Commission BYLAWS

*Amended March 2023*

## **Article 1: Name**

The name of the Commission shall be the City of Holland Historic District Commission, hereinafter referred to as the "HDC".

## **Article 2: Authority**

These bylaws are adopted by the HDC pursuant to the Local Historic Districts Act (P.A. 169 of 1970), the Michigan Open Meetings Act (P.A. 267 of 1976), and Article 15 of Chapter 2 of the Ordinance Code of the City of Holland, all as amended.

## **Article 3: Membership and Officers**

Section 1. The HDC shall consist of seven (7) commissioners, who shall be qualified electors of the City of Holland, as provided by the Local Historic Districts Act (P.A. 169 of 1970). Commissioners shall be appointed by the Mayor and approved by majority vote of City Council. The term of each commissioner shall be three (3) years. Members shall be eligible for reappointment, not to exceed two consecutive full terms.

Section 2. The officers of the HDC shall consist of the Chairperson and Vice-Chairperson.

Section 3. At the first regularly scheduled meeting in July, the HDC shall elect a Chairperson and Vice-Chairperson. To be eligible to become an officer, a candidate must have a minimum of one-year prior experience being a Historic District Commissioner. Officers shall take office immediately following their election.

Section 4. Officers shall serve a one-year term and shall be eligible for re-election.

Section 5. The Chairperson shall preside over all meetings and hearings of the HDC. The Chairperson shall decide points of order or procedure. The Chairperson shall execute all documents on behalf of the HDC including but not limited to, resolutions and Certificate of Appropriateness and all written determinations of findings of fact.

Section 6. In the absence of the Chairperson, the Vice-Chairperson shall preside over the meeting and assume the duties of the Chairperson. Should neither the Chairperson nor the Vice-Chairperson be present at a meeting, a temporary Chairperson shall be elected by the majority vote of the commissioners present, so long as there is a voting quorum.

Section 7. In the event of a Chairperson or Vice-Chairperson vacancy, the HDC shall immediately fill the vacancy for the unexpired term by regular election procedure.

Section 8. The Chairperson or acting Chairperson, with the concurrence of the HDC, may establish ad hoc committees and shall make the appointments to said committees.

Section 9. The HDC shall be provided staff support by the Department of Community and Neighborhood Services or other City offices as may be designated by the City Manager.

#### **Article 4: Meetings and Voting**

Section 1. All regular and special meetings, hearings and records shall be open to the public. Meetings shall be conducted under the Open Meetings Act of the State of Michigan (P.A. 267 of 1976). Notice of the date, time, and location of all regular and special meetings shall be posted as required by the Holland City Code and the Open Meetings Act. No person shall be excluded from meetings of the HDC except for a breach of the peace committed at the meeting, as determined by the presiding officer.

Section 2. The regular meetings of the HDC shall be set annually. When a regular meeting falls on or near a legal holiday, being one on which the City of Holland Does not conduct business, the HDC may select a suitable alternate date and post the meeting notice at City Hall. This manner of posting is required for a special meeting or an HDC meeting that is cancelled.

Section 3. A special meeting of the HDC may be called by the Chairperson, or the Vice-Chairperson in the event the Chairperson is not available, or any four commissioners of the HDC. Each commissioner of the HDC must receive at least a 24-hour notice as to the time, place, and purpose of the meeting. An applicant may also request a special meeting to further consider an application at the conclusion of deliberation of the application at the regularly scheduled meeting. A majority vote by the HDC is required to schedule this requested special meeting.

Section 4. All inquiries, applications, or matters requiring official action by the HDC shall be submitted in writing; be properly drafted in conformance with official forms and contain all relevant information regarding the matter upon which the HDC is requested to act.

Section 5. A quorum consists of no less than four of the seven commissioners. When a quorum is not present, the HDC commissioners present may choose to adjourn without conducting business and convene again at the next regularly scheduled meeting, or discuss issues and topics, but shall not hold a vote on any item then before the HDC.

Section 6. All proceedings, decisions, and resolutions of the HDC shall be initiated by a motion. An affirmative vote of the majority of the HDC members present shall be required for the approval of any requested action or motion placed before the HDC.

Section 7. Voting shall be a voice vote and shall not be recorded as individual votes unless requested by an HDC commissioner, in which case the Chairperson shall order the vote to be so recorded. All commissioners of the HDC including the Chairperson shall vote; the Chairperson shall vote last.

Section 8. The Chairperson may request guests to voluntarily sign-in at a meeting; but in any event if a person addresses the HDC, they shall be asked to state their name and address prior to making comments.

Section 9. The normal order of business at meetings shall be as follows:

1. Call to Order
2. Roll Call
3. Approval of Minutes
4. Public Comment (comments limited to three (3) minutes)
5. Old Business
6. New Business
7. Administrative Approvals
8. Committee and Staff Report
9. Adjournment

## **Article 5. Conflict of Interest**

Section 1. No commissioner shall participate in the review, approval, disapproval, or administration of any Certificate of Appropriateness (CoA) application, contract, sub-contract, other duty, or activity of the HDC if a conflict of interest, real or apparent, exists.

Section 2. A real conflict of interest exists when a commissioner may benefit (either through financial or personal gain) from the position the person holds with respect to the HDC or may be unable to make impartial decisions due to outside relationships or other activities with persons as defined above.

Section 3. An apparent conflict of interest exists whenever circumstances are such that a commissioner may appear to be in a position to benefit (either through financial or personal gain) from the position the person holds with respect to the HDC or may be unable to make impartial decisions due to outside relationships or other activities with other persons as defined above.

Section 4. A conflict of interest exists in, but is not limited to, the following situations:

- a. The commissioner is the applicant;
- b. The commissioner is a close relative to the applicant;
- c. The commissioner is a business associate, lender/borrower or tenant/landlord of the applicant;
- d. The application would allow the commissioner, a business associate, or a close relative of the commissioner to receive a financial or personal gain or benefit; or
- e. Land owned by the commissioner is, or is adjacent to, the property which is subject to the application.

Section 5. Any commissioner who wishes to abstain from voting on any application, due to conflict of interest, must state this intention when the application is introduced and may not participate or comment in the discussion. Each commissioner is obligated to vote on any application when there is not a conflict of interest.

Section 6. A commissioner may be excused from voting only if that commissioner has a conflict of interest as recognized by the majority of the remaining HDC commissioners.

## **Article 6. Ex Parte Communication**

Section 1. For purposes of these rules, ex parte communication shall mean any oral or written, off the record communication made to, by or between commissioners, without notice to parties when such communication is directed to the merits or outcome of a business item of the HDC.

Section 2. The HDC desires to conduct all proceedings fairly, to create a record that includes all of the evidence upon which recommendation and decisions were made, and to prevent the appearance of undue influence on its recommendations and decisions. To this end, HDC commissioners should avoid ex parte communication and if any such communication is received, commissioners shall disclose the details of the communication at the HDC meeting after the introduction of the item of which the ex parte communication pertained.

Section 3. Comments by an absent commissioner on a pending application may be submitted and read verbatim during the public hearing on the application. Members of the public (including the applicant) should have ample opportunity to hear or read and respond to the comments.

Section 4. The written comments submitted by the commissioner shall not be counted as a vote on the application and shall not indicate how the commissioner would vote if present. They are only comments on the application and shall be treated as any other letter from a member of the public.

Section 5. Deliberations by email or text are not permissible. Direct communication by email or text between an absent commissioner and other commissioners during a meeting are prohibited.

Section 6. The HDC shall be reminded that the comments from an absent commissioner are made without that commissioner having had the opportunity to see the presentation(s) by the applicant or the opponents to the application.

Section 7. If an absent commissioner has a conflict of interest with respect to an application; the absent commissioner shall not make written or telephonic comments concerning the application.

Section 8. HDC commissioners may attend meetings held between applicants and adjacent property owners to the applicant's property, however only in the capacity of an observer, and only if a quorum of the Commission is not present, unless there has been proper notice of the meeting as set forth in these Rules. If a commissioner does decide to take part in discussions at said meeting, the commissioner shall disclose the nature of their participation to the HDC prior to participating in a hearing, deliberation or voting on any application. The HDC shall make a determination as to whether or not the commissioner can impartially consider the request.

#### **Article 7. Commissioner Absences**

Section 1. When appointed, each commissioner should confirm their ability and intent to attend all scheduled monthly meetings.

Section 2. In the event of unplanned personal matters, business trips, family vacations, changed job requirements, sickness, or other physical disabilities that prohibit the commissioner from attending the scheduled monthly meetings; the HDC, City Staff, or Chairperson should be notified as early as possible prior to the beginning of the meeting of their inability to attend the scheduled meeting. The commissioner, upon this notification, may receive an excused absence for the involved scheduled meeting. Any absences, whether excused or unexcused, shall be recorded in the meeting minutes.

Section 3. If a commissioner exceeds four consecutive excused absences or two unexcused absences, City Staff shall meet with the commissioner regarding the requirements of attendance. If any commissioner exceeds seven total absences during the year, the commissioner will be referred for removal consideration by City Council.

Section 4. A commissioner's removal may be initiated at the request of the HDC, City Council member or Mayor for above reasons or other reasons allowed by law.

Section 5. An absent commissioner may call in to make comments during the public hearing if the connection is sufficient to allow comment to make it into the record of the meeting and for the public to hear.

Section 6. An absent commissioner shall not be counted for determining a quorum. Commissioners must be present to count toward a quorum and vote as required by the Open Meetings Act.

## **Article 8: Certificate of Appropriateness (CoA)**

Section 1. All inquiries, applications or matters requiring official action by the HDC shall be submitted in writing in conformance with official forms and contain all relevant information regarding the request upon which the HDC is requested to act. Further, any applicants may withdraw an application at any time by filing a written notice of withdrawal with the Department of Community and Neighborhood Services.

Section 2. Each application for a CoA shall be filed with the Department of Community and Neighborhood Services not less than ten business days prior to the next regularly scheduled meeting of the HDC. Applications that miss the specified deadline shall be discussed at the next meeting. The HDC shall review each application as an individual case.

Section 3. Applicants shall file supporting documentation in addition to the required application, photographs, and materials. Applicants may present information in support of the application from architects, engineers, or other qualified persons. In the event of especially voluminous information, the HDC may require that the information be presented in writing.

Section 4. If the application is incomplete, the HDC shall deny the application without prejudice to the applicant filing a more detailed application. In lieu of denying the application, the HDC may, upon consent of the applicant, table the application to allow the applicant to supply additional information.

Section 5. If the HDC denies an application, the HDC shall not consider an essentially similar or identical application as the original application unless a period of six months has elapsed since the previous application was denied or tabled due to an incomplete application.

## **Article 9: Public Hearings**

Section 1. The order of procedure for a public hearing shall be as follows:

1. The Chairperson identifies the agenda item and opens the public hearing.
2. Staff presents the application.
3. The applicant presents the case and answers questions from the HDC.
4. Chairperson directs that all persons in the audience who wish to speak identify themselves with name and address and limit comments to 3 minutes.
5. Chairperson closes the public hearing and the HDC discusses the item and takes action.

## **Article 10: Amendments**

Section 1. These bylaws and rules may be amended or altered during any meeting by the affirmative vote of four commissioners provided notice of the proposed change is given to the Commission at a preceding meeting.

Section 2. The provisions of these bylaws and rules shall be discussed by the HDC at a minimum on an annual basis during the first or second meeting of the year, January or February.

*Revised and adopted at the regular meeting of the Historic District Commission on March 7, 2023.*