

BYLAWS OF THE NORTHFIELD HERITAGE PRESERVATION COMMISSION

ARTICLE I - THE COMMISSION

Section 1. Name. The name of the Commission shall be the “Northfield Heritage Preservation Commission” (which may sometimes be referred to as the “HPC” or the “*Commission*”).

Section 2. Membership. The *Commission* shall consist of seven (7) members appointed by the Mayor with the advice and consent of the City Council, all with three-year terms of office. One (1) member shall be appointed with the recommendation of the Northfield Historical Society. At least two (2) members must be professionals in a field related to preservation (architecture, history, planning, design, construction, law, and so forth). Each member shall be appointed for a three-year term. The remainder of any term vacated by resignation shall be filled by the normal appointment procedure. Upon expiration of the term of office or voluntary resignation, a member shall continue to serve until his/her successor shall be appointed. Members who serve three consecutive terms, not including a partial term due to appointment to fill a vacancy, shall be ineligible for reappointment for one year following the completion of their third term.

Section 3. Authorization. The *Commission* is authorized by Ordinance #329 and shall be responsible for the preservation and protection of and education about areas, places, buildings, structures and other objects having special historical interest or value.

ARTICLE II - OFFICERS

Section 1. Officers. The officers of the *Commission* shall be a Chair and Vice-Chair. The Chair and Vice-Chair shall be members of the *Commission* and shall be elected annually.

Section 2. Election of officers. Within the first two meetings of the calendar year, or as soon as practicable thereafter, voting members of the *Commission* shall select a Chair and a Vice-chair, each to serve throughout the year and until a successor is chosen.

Section 3. Chair. The Chair shall:

- Preside at meetings of the *Commission*;
- Call special meetings as provided in Article 3 of these Bylaws;
- Communicate with City officials as occasion requires;
- Sign the Certificate of Appropriateness;
- Report pertinent findings; and,
- Provide leadership to the *Commission* regarding historic preservation issues in Northfield.

Section 4. Vice-Chair. The Vice-Chair shall perform the duties of the Chair in the absence or incapacity of the Chair; and in case of the resignation or death of the Chair, the Vice-Chair shall perform such duties as are imposed on the Chair until such time as the *Commission* shall select a new Chair. In the absence of both the Chair and Vice-Chair, the Chair shall select a member of the *Commission* preside at the meeting for which he or she is absent.

Section 5. Staff Liaison. The city planner is assigned to the *Commission* to ensure that agenda item reports are forwarded to the *Commission* and to ensure that records of the meetings are kept.

Section 6. Vacancies. Should the office of Chair or Vice-Chair become vacant, the *Commission* shall elect a successor at the next regular meeting, or at a special meeting called for such purpose, and such election shall be for the unexpired term of said officer.

ARTICLE III - MEETINGS

Section 1. Regular Meetings. The *Commission* shall meet in regular session in the City Hall Council Chambers, or as otherwise posted, on the first Wednesday of the month at 4:30 p.m. or as soon after as is practical.

Section 2. Responsibilities. Generally, the *Commission's* actions will be review to proposed activities on sites within the Northfield downtown historic district as outlined in City Code Section 34-7.5. In reviewing proposed activities, the Commission shall issue a Certificate of Appropriateness to the applicant, with or without conditions, or disapproval of an application. If the applicant objects to the conditions or directives issued by the *Commission*, an appeal may be made to the City Council. Other activities of the Commission include educating the public on preservation issues, awarding grants, making recommendations to the city council on heritage preservation site designations, and conducting surveys of sites significant to the community.

Section 3. Record of Meetings. The *Commission* shall keep minutes of its meetings, and shall also keep records of its official actions. Certificates of Appropriateness issued by the *Commission* shall be filed in the Community Development office of the City.

Section 4. Open Meetings. The *Commission* is subject to the Minnesota Open Meeting Law, Minn. Stat. §13D.01, which requires that meetings of governmental bodies generally be open to the public. Notice of all meetings of the *Commission* shall be given to the public in compliance with the law.

Section 5. Special Meetings. Special meetings of the *Commission* may be called by the Chair if a quorum of members will be present at the meeting. The call for a special meeting may be delivered at any time prior to the time of the proposed meeting to each member of the

Commission or may be mailed to the business or home address of each member of the *Commission* at least four (4) days prior to the date of such special meeting. Notice of any special meeting shall be posted and/or published as may be required by law.

Section 6. Quorum. Four (4) Commissioners shall constitute a quorum for the purpose of conducting the business and exercising the powers of the *Commission* and for all other purposes; but, a smaller number may adjourn from time to time until a quorum is obtained. When a quorum is in attendance, action may be taken by the *Commission* upon a vote of the majority of the Commissioners present. If a quorum is lacking, the meeting may resolve into a Committee of the Whole, the quorum of which shall be three (3). All action taken by the Committee of the Whole must be confirmed at the next regular meeting or special meeting at which a quorum of the *Commission* is present.

Section 7. Subcommittees. The chair of the *Commission* may ask City Staff to contact two (2) members of the *Commission* who shall have authority to review and issue Certificates of Appropriateness on behalf of the *Commission* in instances where the full *Commission* will not have a regular meeting reasonably soon after an application is received and where the proposed activity will have a minor impact on the downtown historic district.

Section 8. Order of Business. At the regular meetings of the *Commission*, the following shall be the order of business:

1. Call to Order
2. Approval of Minutes
3. Project Review
4. Sign Review
5. Other
6. Adjournment

Section 9. Rules of Order. The meetings of the *Commission* shall be governed by the most recent edition of Robert's Rules of Order.

ARTICLE IV - DESIGN REVIEW STANDARDS

Section 1. Design Review Standards. In addition to the City of Northfield Downtown Preservation Design Guidelines book, the *Commission* shall use those standards in its design review projects identified as the current "Secretary of Interior's Standards for Rehabilitation", a copy of which is on file in the Community Development Department. The *Commission* shall approve a Certificate of Appropriateness prior to the City's issuance of a building permit within the downtown Historic District and/or for a designated Historic Building/Site.

ARTICLE V - BEHAVIOR AND ETHICS

Section 1. Conflicts of Interest. *Commission* members, as members of permanently

established advisory Boards and Commissions, are public officials for the purposes of the Northfield City Ordinances ethics provisions.

Section 2. Direct Conflicts. On all matters in which a *Commission* member has a personal financial interest in any sale, lease, or contract with the City, a *Commission* member shall make such interest known to the *Commission* and that member shall abstain from deliberation and voting on the matter. Members abstaining shall disclose, except where it violates a confidence, the general nature of the conflict, and the minutes shall so record the conflict and abstention.

Section 3. Potential Conflicts. On other matters where a *Commission* member engages in any business or transaction or has a financial or other personal interest, direct or indirect, which would tend to impair independence of judgment or action, members shall disclose all pertinent facts relating to the potential conflict, except where it violates a confidence, which facts shall be included in the minutes of the proceedings. The *Commission* member may then abstain from discussion and voting on the matter provided that such member shall be allowed to participate in discussion as a member of the public. Disqualification is not called for, however, if discussion and action by public officials will not affect them more than any other member of the same group, neighborhood, business classification, profession, or occupation.

Section 4. Eligibility to Vote. If a question is raised under this Section at any *Commission* meeting concerning the eligibility of a member of the *Commission* to vote on any matter, such questions shall be finally determined by the concurring vote of a majority of *Commission* members present not including the member with the potential conflict.

Section 5. Public Disclosure. Upon election or appointment, each public official of the City subject to this division shall file for public record, in the office of the City Clerk, a sworn statement in a form approved by the City as required by Northfield City Code §2-128(a).

Section 6. Public Statements by Commission Members. A *Commission* member, when speaking to individuals, groups or organizations, shall indicate representation of the *Commission*. When speaking for personal purposes, the *Commission* member shall indicate that the stated opinions and beliefs are not necessarily the opinions and beliefs of the *Commission* as a whole.

Section 7. Ex Parte Communications. It is in the public interest that, to the greatest extent possible, all members of the *Commission* should have an opportunity to be aware of and act upon the information that is available to other members. Therefore, all members are encouraged to place upon the record of the *Commission* the substance of all ex-parte contacts that have occurred during the time that the matter has been introduced and is still before the *Commission* for a decision.

Section 8. Communications Among Commission Members. The Minnesota Open Meeting Law, Minn. Stat. §13D.01 *et. seq.* applies to any quorum (that is, four or more members) of the *Commission* who gather or communicate by telephone or electronic means to exchange

information regarding *Commission* business. *Commission* members, in order to assure the public's rights to be informed and to participate in the planning process, will limit communications to conversations between two *Commission* members, and *Commission* members will not respond to any information distributed by other members by electronic means.

ARTICLE VI - MISCELLANEOUS

Section 1. Amendments to Bylaws. The bylaws of the *Commission* shall be amended if approved by at least four (4) of the members of the Commission.

Section 2. Fiscal Year. The fiscal year of the *Commission* shall coincide with the fiscal year of the City of Northfield.

Approved January 2019