

# **CITY OF MERCER ISLAND**

## **MERCER ISLAND ARTS COUNCIL**

### **BYLAWS**

The Mercer Island Arts Council (“Arts Council”) is an advisory board to the Mercer Island City Council (“City Council”) as established by Ordinances No. A-40 and A-41, passed by the City Council August 12, 1985, and codified as MICC 3.55. These bylaws constitute a supplement to said documents, providing further statements of the organization, procedures, activities, and objectives of the Arts Council. In any instance in which these bylaws might be interpreted to be contrary to said documents, the latter shall govern.

#### **ARTICLE I – MISSION STATEMENT**

The Arts Council's mission is to nurture, promote, and support quality arts and culture activities for the community of Mercer Island.

#### **ARTICLE II – DUTIES & RESPONSIBILITIES**

The Arts Council’s purpose is to advise and make recommendations to the City Council and other boards and commissions on matters related to arts and culture on Mercer Island.

##### **The Arts Council goals are to:**

- Advocate the arts, artists, and arts organizations of Mercer Island.
- Stimulate and promote community awareness, education, and enjoyment of the arts.
- Support performing, visual, and literary arts programs, projects, and events.

As an advisory board, the Arts Council recommends policies related to arts and culture and proposes arts and culture projects and initiatives. All recommendations are subject to City Council approval and staff capacity.

Other Arts Council duties and responsibilities are outlined in MICC 03.55.020(B).

#### **ARTICLE III – ORGANIZATION**

##### **1. MEMBERSHIP**

The Arts Council consists of seven persons recommended by the Mayor and Deputy Mayor and subject to appointment by the City Council. Members serve a term of four years, and each member's term shall expire on the last day of May.

## 2. OFFICERS

The elected officers of the Arts Council shall consist of a Chair and Vice Chair. The term of office for Chair and Vice Chair is one year. Each officer may serve a maximum of two consecutive terms.

Officer terms take effect beginning with the regular July meeting and the election cycle is repeated annually.

If the Chair or Vice Chair vacates the position, the Arts Council will nominate and vote for a current member to fill the position at the Arts Council's next regular meeting.

### **Election Process**

At the Arts Council's July meeting, the following process is conducted to elect new officer positions:

- Place motion to elect Chair and Vice Chair on the agenda.
- Take nominations for the position of Chair from the floor.
- Nominations do not require a second vote.
- If no further nominations, the Chair declares nominations closed.
- Voting takes place in the order nominations are made.
- If there is only one nomination, board members will vote on that nomination by a voice vote.
- If there is more than one nomination, each will be voted on separately by a roll-call vote of the members present.
- Once a nominee receives a simple majority vote, the nominee is declared elected to the position.
- If none of the nominees receive a majority vote, nominations are requested again, and the process is repeated until a candidate receives a majority vote.
- The process is repeated for Vice Chair.

### **Officer Duties**

- Facilitate Arts Council meetings in a fair, efficient, productive, and informative manner.
- Act as the primary Arts Council representatives to City Council.
- Serve as the primary line of communication to City staff.
- Work with City staff to schedule meetings and develop meeting agendas.
- Appoint committee chairs.
- The Vice Chair attends meetings with staff and the Chair and fulfills duties of the Chair in the Chair's absence.
- If both the Chair and Vice Chair will be absent from a regular meeting, the Chair will appoint another Arts Council member to serve as acting Chair.

### 3. COMMITTEES

The Arts Council may form a committee of board members to assist with City arts and culture work as needed. Committees may be appointed by the Arts Council Chair at any time or be appointed by a majority vote of members present at a regular Arts Council meeting, assuming there is a quorum. Once a committee is created, the Chair will solicit interest from the board and assign members to that committee. Committee chairs and members assume duties for a duration established by the Arts Council, and are responsible for organizing Committee meetings outside of Arts Council regular meetings. Due to the requirements of the Open Public Meetings Act (Chapter 42.30 RCW), a committee shall contain fewer members than a quorum of the whole Arts Council.

## ARTICLE IV - OPERATIONS

### 1. MEETINGS

#### **Regular & Special Meetings**

Regular meetings of the Arts Council occur quarterly on the third Wednesday of January, April, July, and October, and convene at 5:30 pm. Special meetings may be called by the Arts Council Chair, the Vice Chair, staff, or the mayor by giving at least 24 hours advance notice to members and the City's paper of record in accordance with the Open Public Meetings Act. The notice must specify the time and place of the special meeting and the business to be transacted at the special meeting.

#### **Officer Meetings**

The Chair, Vice Chair, and staff liaisons may meet at least one week in advance of the regular Arts Council meeting to determine the meeting agenda.

### 2. ATTENDANCE

Each board member should strive to attend all Arts Council meetings, to read materials beforehand, and to participate fully. Except in instances of sudden illness or other unforeseen hardship, members should advise the staff and the Chair/Vice Chair of their intended absence before 4:30 p.m. on the day prior to the regular meeting.

A board member shall forfeit his/her position by failing to attend three (3) consecutive regular meetings of the Arts Council without notifying the Chair and Vice Chair and otherwise participating in board work.

### 3. QUORUM

A quorum consists of a simple majority of the appointed members of the Arts Council. No formal action of the Arts Council may be taken at any meeting where a quorum is not present. If a quorum is not reached at the start of a meeting, the Chair may choose to excuse the meeting.

#### 4. ORDER OF BUSINESS

The Chair may adjust or amend the order of business as needed. The Arts Council's regular meetings normally use the following format:

- Call to Order & Roll Call
- Appearances
- Approval of Minutes
- Regular Business
- Other Business
- Adjournment

The Chair shall conduct meetings in an open, fair, and transparent manner. In the event of a procedural question, the Chair will refer to Robert's Rules of Order for guidance.

#### 5. STAFF SUPPORT

The Mercer Island city manager shall appoint a staff liaison to provide support services for the Arts Council. Staff support shall include assistance with development of work plans and schedules, guidelines and procedures, correspondence, and agenda preparation and distribution.

Staff is also responsible for distributing all meeting notices and cancellations to the public as well as generating and updating the website calendar for upcoming Arts Council meetings.

#### **ARTICLE V – CONFLICT OF INTEREST**

If an actual or perceived conflict of interest exists that affects the work of the Arts Council, it is each board member's responsibility to openly describe the issue and refrain from any subsequent board participation, deliberation, or voting on the subject.

#### **ARTICLE VI – PUBLIC REPRESENTATION AND STATEMENTS FROM THE BOARD**

Any member of the board has the right to express personal views and opinions. However, statements representing the views or recommendations of the Arts Council must be authorized by a majority or consensus of the board. Consultation with staff on messaging is required.

#### **ARTICLE VII – RESIGNATIONS**

In an event that an Arts Council member wishes to vacate his/her term early, resignation should be tendered in writing to the Mayor and Deputy Mayor. Existing Arts Council members, staff liaisons, and the City Clerk will then recruit for a new member to fill the vacancy through Mercer Island's established board/commission vacancy process.

#### **ARTICLE VIII – RECOMMENDATIONS OF THE BOARD**

The goal of the Arts Council is to provide recommendations to the City Council. When a consensus cannot be reached, a majority vote is taken. Minority positions may be conveyed as well. To document the actions taken by the Arts Council, staff will prepare a written statement or memorandum, including the facts, findings, and rationale for the final recommendations. The Chair in cooperation with the staff liaisons will present the recommendations to the City Council on behalf of the Arts Council.

#### **ARTICLE IX – REVIEW OF BYLAWS**

The Arts Council shall review bylaws annually at the Arts Council meeting in July. Proposed bylaw amendments must be approved by a simple majority of the Arts Council.

#### **ARTICLE X: CODE OF CONDUCT**

The Arts Council developed the following “group norms” to define the expectations for conduct by board members and the interaction among members. These are intended to be simple, self-explanatory, and self-enforced. The Chair is empowered to remind members as the need arises to employ these norms.

- Everyone contributes.
- Foster a collaborative environment.
- Hold each other accountable.
- Get to know each other and the community.
- Be transparent and accessible.