

By Laws

Montana Heritage Preservation and Development Commission

A. Commission Members

1. Commission is *governed by MCA 22-3-1001 – 1004 and applicable statutes.* *Members* are appointed by the Governor and as prescribed by statutes.
2. Commission officers will be elected annually at the fall Commission meeting, to take office following the close of the meeting at which elections are held. The officers may serve consecutive terms.
3. If the chair resigns or otherwise vacates the position, the vice chair will become the chair without formal Commission action. The Commission will at the next scheduled meeting elect a new chair and vice chair.
4. If the chair and vice chair resign or otherwise vacate the positions, the manager will coordinate activities with the remaining Executive Committee members until replacements are elected at the next scheduled Commission meeting

B. Decision-Making Process/Model

1. The Commission uses the most recent version of Roberts Rules of Order to manage meetings and reach decisions. Voting is by members present at the meeting or by proxy.
2. A quorum is a majority of current members present at the meeting or by telecommunication.
3. The Commission creates and adopts the bylaws.

C. Role of the Individual Member; Collective Role

1. The Chair speaks for the Commission. The Chair may assign another Commissioner or staff to speak for the Commission.
2. The Commission has authority as defined by statute, MCA 22-3-1001 - 1004

D. Voting

1. When a member is not present, proxy for that member's vote must be in writing. The written proxy must be presented to the Chair before or at the meeting. Fax or E-mail proxy votes are acceptable.

E. Management and Personnel

1. The Commission may employ as manager an Executive Director or other senior level positions. The Commission may employ a curator, and other necessary staff in accordance with relevant procedures and statutes of Montana, and establish performance standards including salaries.
2. The Commission's Executive Committee serves as the initial review body for applications for senior level positions as well as performance.
3. The managing staff is responsible to the Commission, with the reporting function occurring between the manager and the Chair as needed and quarterly (Lawson).
4. The manager is responsible for day-to-day operations for MHC historic properties and programs, including hiring staff in accordance with an approved Commission plan.
5. The manager will prepare a biennial written report to the Legislature.
6. The manager has the responsibility to operate within approved capital and operational budgets.

F. Committees

1. The following operation procedures are established for committees:
 - a. Committee members are appointed by the Chair.
 - b. Committees will meet as appropriate within their current charge and projects.
 - c. Minutes will be prepared for Committee meetings and distributed to the full Commission.
 - d. With approval of the Chair of the Commission, Committees may invite other people not on the commission to serve on the Committees. These members have a vote in the Committee but not on the Commission.
 - e. Meetings will be properly noticed to encourage public participation.
2. The following committee is established by the Commission:
 - a. Executive Committee
 - i. Consists of the Chair, Vice-Chair, Past Chair (if still on the commission) Second Vice Chair. Additional officers may be added as needed and upon Commission approval.
 - ii. Implements actions directed by the Commission.
 - iii. Provides guidance for the manager and guidance on questions related to policy and/or procedure.
 - iv. Sets the agenda for regular Commission meetings.
 - v. Assumes the public affairs function.
 - vi. Acts for the Commission between meetings, when necessary, on unanticipated issues. Any such actions will be reviewed at the next full Commission meeting.
 - vii. Addresses concerns with member attendance.
 - viii. Serves as the personnel committee for the Commission.
 - ix. Negotiates administrative fee with Department of Commerce
 - b. The Commission Chair establishes ad hoc committees, as needed, to work on specific issues or projects.
 - c. The Commission Chair establishes a committee for the sale of real and personal property as needed.

G. Planning

1. The Commission will develop, implement and monitor a Strategic Plan as a framework for all Commission activities.
2. The Strategic Plan will be reviewed at least every three years.

H. Budget

The Executive Committee of the Montana Heritage Commission will work with the manager to produce an annual budget for the upcoming fiscal year, to be approved by a vote of the Heritage Commission at the June meeting.

Responsibility of the Heritage Commission

1. To approve an annual budget at the June meeting
2. To review budget reports as presented
3. To amend the budget as necessary

Responsibility of the Manager

1. To execute the budget that has been adopted by the Commission
2. To report at each meeting of the Heritage Commission on the financial conditions of Virginia City, Nevada City and Reeder's Alley and the status of the overall budget
3. To propose amendments as necessary

I. Public Participation and Institutional Relationships

1. The Commission will maintain on-going relationships with Montana Department of Commerce, Montana Historical Society, Montana History Foundation, Virginia City Town Council, Madison County Commissioners, the Governor's Office, the Legislature, including appropriate Legislative Committees, Virginia City Preservation Alliance, Montana Preservation Alliance, Madison County Economic Development Council, the Virginia City Chamber of Commerce, the Land Board and other state agencies, the federal government, our Congressional delegation, members of the public, and other interested parties.
2. Every Commission meeting is open to the public as per MCA 2-3-203
3. A majority of the Commission meetings will be held in Virginia City.

J. Conflict of Interest

1. No member of the council shall participate in any decision relating to contracts that affect his/her personal interests or the interests of any corporation, partnership or association in which he/she is directly or indirectly interested or has any personal or pecuniary interest, direct or indirect in the contract or the proceeds thereof. Enrolled memberships in a tribe do not in and of itself, constitute an interest in a contract or the proceeds thereof. As applied here, the term "participate" prohibits making motions, seconding motions and voting.

K. Policies

1. All Commission policies will be available to the public on our website.
2. Policies may be reviewed and revised at any Commission meeting.

L. AMENDMENTS

1. These by laws may be amended when necessary by two-thirds majority of the Montana Heritage Commission. Proposed amendments must be submitted to the Executive Committee to be sent out with regular commission announcements.

APPROVED:

Chair, Montana Heritage Commission

Date