
SUBJECT: Facade Advisory Board Bylaws

EFFECTIVE DATE: February 14, 2003

**FACADE ADVISORY BOARD
BYLAWS**

ARTICLE I THE AUTHORITY

Section 1. Name of the Advisory Board

The name of the Advisory Board shall be the "Facade Advisory Board" and is herein referred to as the "FAB".

Section 2. Office of the Advisory Board

The offices of the FAB shall be located at Takoma Park Municipal Building, 7500 Maple Avenue, Takoma Park, Maryland 20912.

ARTICLE II POWERS AND DUTIES

The FAB is an advisory board, established by Ordinance Number 1999-43 adopted by the City Council of the City of Takoma Park Maryland on October 11, 1999, and shall have all the powers and duties afforded under Section 1(E) of said Ordinance, as amended.

ARTICLE III BOARD MEMBERSHIP

Section 1. Advisory Board Membership and Appointments

The FAB shall consist of seven (7) voting members. Board membership shall be comprised of at least two (2) professionals in the field of architecture, planning and/or history, and at least two (2) building or business owners located or doing business in the Takoma Old Town or Takoma Junction commercial areas. One (1) member shall represent Historic Takoma, Inc. with his or her alternate given voting rights in their absence.

Board members shall be nominated and appointed by the Mayor and the City Council of the City of Takoma Park.

Section 2. Term of Office

The term of office of Board members shall be three (3) years. The Historic Takoma, Inc. representative shall serve for one (1) year with board membership reviewed on an annual basis by the City Council.

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ECD Director

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Board members may serve a maximum of two (2) consecutive terms. Board members may re-apply for re-appointment after a one (1) year absence.

Board members shall serve until a successor is appointed but not longer than ninety (90) days after the members term has expired.

Section 3. Meeting Attendance

It shall be the duty of each Board member to attend all regular and special meetings of the FAB and to attend each subcommittee meeting to which a member is appointed. Attendance of Board members shall be entered in the minutes of each meeting.

Section 4. Board Vacancies

The Mayor and the City Council shall fill vacancies occurring on the FAB, other than through expiration of term of office, for the remainder of the original term of the vacated position.

Section 5. Resignations

Resignations shall be submitted in writing to the Mayor and the City Council.

Section 6. Removal of Board Members

The City Manager may remove a Board member before their term has expired if the member is no longer able to perform his or her responsibilities, has failed to reasonably perform his or her duties, or has missed three (3) unexcused consecutive FAB meetings.

ARTICLE IV OFFICERS

Section 1. Election of Officers

The FAB, at its regularly scheduled monthly meeting in April of each year, shall elect to office from its membership, a Chairperson and a Vice-Chairperson. Each officer shall hold office for one year.

Section 2. Term of Officers

Board members may serve a maximum of two (2) consecutive one (1) year terms in any one office. After completing two (2) terms in any one office, the Board member must

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wait one (1) year before serving in that office again.

Section 3. Powers and Duties of Chairperson

The Chairperson shall preside at meetings of the FAB; call special meetings; establish committees, select and appoint committee members and committee chairpersons with input from and approval of the FAB; sign minutes, resolutions, and other official documents adopted or approved by the FAB; assist in the development of meeting agendas; and see that all actions of the FAB are properly taken and carried out.

Section 4. Powers and Duties of Vice-Chairperson

The Vice-Chairperson shall, during the absence, disability, or disqualification of the Chairperson, shall exercise all the powers and duties of the Chairperson.

Section 5. Replacement of Officers

In the event that either office becomes vacant, a replacement officer shall be elected at the next regularly scheduled meeting to serve out the balance of the original term of the vacated office.

Section 6. Temporary Absence and Appointments

In the event of the temporary absence, disability, or disqualification of the Vice-Chairperson, the Chairperson may appoint another member to serve temporarily in this capacity and to assume during this temporary period all the powers and duties of the office as may be immediately necessary to carry out the duties of the Vice-Chairperson.

ARTICLE V MEETINGS

Section 1. Regular Meetings

Regularly scheduled meetings of the FAB shall be held on the 3rd Tuesday of every month commencing at 7:00 p.m. in the Conference Room at the Takoma Park Municipal Building, 7500 Maple Avenue, Takoma Park, Maryland.

An alternate meeting date, time, and place may be fixed by the FAB.

A schedule of FAB monthly meetings shall be kept on file and posted in the Housing and Community Development Department.

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Section 2. Special Meetings

Following at least seven (7) days notice to all members of the FAB, and in compliance with the requirements of the Maryland Open Meetings Act, additional meetings or special meetings shall be held upon the call of the Chairperson; upon request of at least four (4) of the Board members; or upon request of the Mayor and the City Council. The Chairperson shall fix the date, place, and time of the special meeting.

Section 3. Meeting Notice

Adequate notice of all FAB meetings shall be given to encourage attendance by Board members and other interested persons and to meet all requirements of the law. Meeting notices shall, to the greatest extent possible, be posted on the City's web site, community calendar, and on City TV.

All FAB meetings shall be open to the public as required by the Maryland Open Meetings Act.

Section 4. Quorum Requirements

In order for the FAB to meet, act or transact business, a quorum consisting of four (4) Board members must be present.

Section 5. Voting Requirement and Procedures

- A. Requirements. The concurring vote of a majority of the quorum shall be necessary for any formal action by the FAB;
- B. Procedure. Voting shall be by voice vote. A vote by roll call may be taken at the discretion of the Chairperson or upon request of an individual Board member. In the event of a roll call vote, the Chairperson shall vote on each matter, but shall always vote last. The vote of each Board member shall be recorded.

Section 6. Conflict of Interest.

Board members who have a direct or indirect interest, or if there is an appearance of a conflict of interest, in any matter that is before the FAB, shall publicly state the nature of said interest and excuse himself or herself from participation in the discussion or any decision making process regarding the matter.

Section 7. Robert's Rules of Order

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Robert's Rules of Order shall be followed by the FAB in all cases not otherwise provided for herein.

The FAB may, at any time waive the rules through a majority vote of a quorum of the members present.

Section 8. Public Comment

All citizen comments, written or oral, relating to formally referred agenda items shall be presented to the FAB upon its consideration of such agenda item.

The public shall be allowed to participate in the discussion of an agenda item upon recognition by the Chairperson at the appropriate time during the meeting and in accordance with Robert's Rules of Order.

Section 9. Minutes of Meetings

The minutes shall be approved at the next regular meeting by formal action of the FAB and shall then become part of the permanent records of the FAB. The unapproved minutes shall be prepared and distributed to Board members at the following month's meeting.

ARTICLE VI COMMITTEES

Section 1. Establishment of Committees

At any regular or special meeting of the FAB, the Chairperson may establish such committees and give them charge of responsibilities as necessary and appropriate to assist the FAB in carrying out its powers and duties.

If directed by a majority vote of the FAB, the Chairperson shall establish a committee for a stated purpose.

Section 2. Committee Appointments

The Chairperson shall appoint committee members and select the chairperson thereof and, as necessary, appoint members as replacements to fill vacancies, to add to a committee size, or to provide temporary replacement for an absent member.

Board members may submit, and the Chairperson will consider, for appointment the

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names of prospective members of any committee.

The Chairperson may appoint non-members of the FAB to any committee who shall have the right to participate and vote in such committee.

All appointments shall be made with the input and approval of the FAB.

Section 3. Committee Procedures

- A. Each committee may establish such rules and regulations governing its procedure as it deems necessary, or as directed by the Board.
- B. Each committee shall make timely reports of its findings and recommendations to the Board. Committee reports shall be presented to the Board by a committee member who voted with the prevailing side of such committee on the subject of the report.
- C. All committee meetings shall be subject to the requirements of the Maryland Open Meetings Act.
- D. Board members serving on any committee shall not be bound at any FAB meeting to vote in accordance with the member's vote on the same question in the committee.

ARTICLE VII MEETING AGENDAS

Section 1. Order of Agenda Items

The City Manager or his or her designee shall prepare FAB meeting agendas with input from the Chairperson. Items shall be placed on the agenda in the following order. The order of agenda items may be rearranged at the discretion of the Chairperson, with the approval of the Board, to expedite the meeting.

- a) Call to Order;
- b) Approval of Minutes;
- c) Design Reviews;
- d) Open Design Reviews;
- e) Other Business; and
- f) Adjournment.

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Section 2. Distribution of Agendas

Staff shall make every reasonable effort to prepare and distribute to Board members, a final agenda for all regular and special meetings at least seven (7) days prior to the scheduled meeting.

Section 3. Posting of Agendas

The agenda for FAB meetings shall be posted for public viewing at the offices of the FAB at least seven (7) days prior to the meeting.

ARTICLE VIII AMENDMENT OF BY-LAWS

The by-laws may be amended at any meeting of the FAB by the concurring vote of a majority of the Board members, provided that written notice of said proposed amendments is provided to each Board member at least fourteen (14) days prior to the meeting.

ARTICLE IX EFFECTIVE DATE OF BY-LAWS

These bylaws shall be in effect immediately upon their adoption.

ADOPTED AND APPROVED by the Facade Advisory Board of the City of Takoma Park, Maryland this 17th day of September 2002.

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