

RESOLUTION 2004-31

A RESOLUTION OF THE BOARD OF MAYOR AND ALDERMEN OF THE TOWN OF COLLIERVILLE, TENNESSEE APPROVING THE AMENDED AND RESTATED BY-LAWS OF THE TOWN OF COLLIERVILLE HISTORIC DISTRICT COMMISSION.

WHEREAS, the Town created the Town of Collierville Historic District Commission (the "Historic District Commission") by the adoption of Ordinance 89-21; and,

WHEREAS, the Board of Mayor and Aldermen of the Town of Collierville, Tennessee adopted Ordinance 2002-03 on February 10, 2003, which repealed the then-existing Historic District Ordinance and reconstituted the Historic District Commission; and,

WHEREAS, pursuant to Ordinance 2002-03, the Historic District Commission is empowered to develop its by-laws, and revisions to such by-laws shall be reviewed by the Board of Mayor and Aldermen, and, if acceptable, approved by the Board of Mayor and Aldermen by the adoption of a resolution; and,

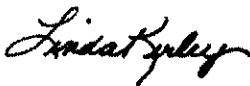
WHEREAS, the Historic District Commission has developed proposed Amended and Restated By-Laws for the consideration of the Board of Mayor and Aldermen.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF MAYOR AND ALDERMEN OF THE TOWN OF COLLIERVILLE, TENNESSEE THAT:

Section 1. The Amended and Restated By-Laws of the Town of Collierville Historic District Commission are hereby adopted as shown in Attachment A to this Resolution 2004-31.

Section 2. BE IT FURTHER RESOLVED that the Amended and Restated By-Laws of the Town of Collierville Historic District Commission shall be effective as of the date of the adoption of this Resolution 2004-31.

Adopted this the 28th day of June, 2004.



Mayor



Attest: Town Clerk

Passed on 4/28/04
by Res. 2004-31

**AMENDED AND RESTATED BY-LAWS
OF THE TOWN OF COLLIERVILLE
HISTORIC DISTRICT COMMISSION**

ARTICLE I

PURPOSE

Section 1. The Board of Mayor and Aldermen of the Town of Collierville, Tennessee adopted Ordinance 2002-03 on February 10, 2003, which repealed the then-existing Historic District Ordinance and reconstituted the Town of Collierville Historic District Commission (hereinafter referred to as the Historic District Commission).

Section 2. The Historic District Commission is organized for the purposes of preserving historic and/or architectural value, creating an aesthetic atmosphere, strengthening the economy, promoting cultural welfare, stabilizing and improving property values, encouraging rehabilitation and compatible new construction and development, protecting and enhancing the Town's attractions to tourists and visitors, and promoting education and patriotic heritage.

ARTICLE II

MEMBERSHIP

Section 1. The Historic District Commission shall consist of seven (7) members (hereinafter referred to as "Members" or as a "Member") nominated by the Mayor and confirmed by the Board of Mayor and Aldermen. The Historic District Commission shall consist of a representative of a local patriotic or historic organization, an architect (if available), one member of the Town of Collierville Planning Commission who is a member of the Planning Commission at the time of his/her appointment to the Historic District Commission, and one Historic District property owner. At least two of the following disciplines shall also be represented on the Historic District Commission if individuals satisfying these categories are available:

1. Architectural history;
2. Law;
3. History;
4. Archeology;
5. Landscape architecture;
6. Real estate;
7. Planning; or
8. Engineering.

The remaining Members shall be appointed from the community in general. All Members shall have demonstrated interest, experience, or knowledge in historic preservation.

Section 2. The terms of all Members shall be five years, and the Members' terms shall be arranged so that the term of at least one Member but not more than two Members shall expire each year. Despite the expiration of a Member's term, he or she shall continue to serve until his or her successor is elected and qualified.

Section 3. All Members shall serve without compensation.

Section 4. A majority of the Board of Mayor and Aldermen may vote to remove a Member or Members.

Section 5. Any vacancy by reason of death, resignation, or other cause shall be filled for the unexpired term of the Member through appointment by the Mayor within sixty days of the vacancy, subject to confirmation by the Board of Mayor and Aldermen.

ARTICLE III

OFFICERS

Section 1. The Historic District Commission shall have a Chairperson, a Vice Chairperson, a Secretary, a Parliamentarian, and a Historian (sometimes collectively referred to hereinafter as the "Officers" or each, individually, as an "Officer").

Section 2. The Chairperson shall preside at all meetings of the Historic District Commission. The Chairperson shall have the power to appoint committees, call special meetings and to perform such other duties as may be ordered by the Board of Mayor and Aldermen or the Historic District Commission. Subject to Article IV, Section 6 herein, the Chairperson shall have the privilege of discussing all matters before the Historic District Commission and to vote thereon.

Section 3. The Vice Chairperson shall preside at all meetings and assume all duties and powers of the Chairperson in the absence of the Chairperson.

Section 4. The Secretary shall oversee staff as they keep the official minutes, maintain a record of membership attendance, and notify the membership of the meeting date, time, and location. In the absence of the Secretary, the Chairperson shall appoint any Member to serve as temporary secretary. The Secretary shall preside at all meetings and assume all duties and powers of the Chairperson in the absence of the Chairperson and the Vice Chairperson.

Section 5. The Parliamentarian shall advise the Commission during meetings regarding Robert's Rules of Order, Revised.

Section 6. The Historian shall advise Town staff and the Commission during meetings regarding the Town of Collierville's history.

Section 7. Nomination of Officers shall be made from the Members and the Members shall elect Officers at an annual organizational meeting to be held in February.

Section 8. The nominee for each office receiving a majority vote of the Members present shall be declared elected and shall take office immediately following election.

Section 9. All Officers shall be elected for a term of one (1) year and shall serve for a term of one year or until his or her successor is elected. All Officers shall be eligible to succeed themselves. Vacancies shall be filled immediately for any unexpired term by the regular election procedure.

Section 10. An Officer may resign at any time by delivering his or her resignation to the Historic District Commission. An Officer's resignation shall be effective when delivered unless it specifies a later effective date. If an Officer's resignation is made effective at a later date and the Historic District Commission accepts the future effective date, the Historic District Commission may fill the pending Officer vacancy before the effective date if the Historic District Commission provides that the successor shall not take office until the effective date.

ARTICLE IV

MEETINGS

Section 1. Meetings shall be held at the call of the Chairperson or by the majority of the membership.

Section 2. All meetings and the records of such meetings shall be open to the general public. The Historic District Commission may request any member of Town staff, the Town Attorney, or any other individual whose attendance is deemed desirable, to be present at any meeting of the Historic District Commission. Notice of such meetings shall be published in a newspaper in general circulation within the Town limits at least three (3) days prior to the date of such meeting.

Section 3. Four (4) Members shall constitute a quorum. A quorum shall be present before any business is transacted.

Section 4. Each Member is entitled to cast a vote. The concurring vote of a majority of those Members present shall constitute final action of the Historic District Commission on any matter before the Historic District Commission.

Section 5. A record of the vote of each Member on each question shall be kept as a part of the minutes of the Historic District Commission. If a Member is absent or if a Member does not vote, the record shall indicate such fact.

Section 6. If any Member shall have a direct or indirect personal interest in any business before the Historic District Commission, such Member shall disclose the interest to the Historic District Commission and shall be disqualified from voting upon this business.

Section 7. The Historic District Commission shall consider only such items of business at the meeting that have been presented to the Members forty-eight (48) hours prior to the meeting. As an exception to the above, business not on the agenda may be considered only on the following basis:

- (a) After the Chairperson considers additional business not on the agenda deserving of special consideration and presents the general nature of the business without going into specific details; and
- (b) After a motion for consideration of the business in question has been made and has received a majority vote of the Members present.

Section 8. The order of business at a meeting shall be as follows:

- (a) Roll call to determine that a quorum is present;
- (b) Reading and approval of the minutes of previous meeting;
- (c) Old Business;
- (d) New Business;
- (e) Committee reports;
- (f) Other Business;
- (g) Adjournment.

Section 9. During a meeting, the case before the Historic District Commission shall be presented by the Chairperson, by a Member designated by the Chairperson, or by the Town's Development Director or his or her designee. Interested parties shall then have the opportunity to submit comments either in person or in writing.

Section 10. A public record shall be kept of those speaking before the Historic District Commission at all public hearings or presenting comments in writing.

ARTICLE V

MEETING ATTENDANCE

Section 1. Members shall be removed from membership for three (3) or more meeting absences in a consecutive twelve month period.

Section 2. Absences due to personal sickness, family death, business travel or emergencies of like nature, shall be recognized as approved absences and shall not affect the

Member's status on the Historic District Commission, except that in the event of a long illness or such other cause for a prolonged absence, the Member shall be replaced.

ARTICLE VI

ADOPTION AND AMENDMENTS

Section 1. These by-laws shall be in full force and effect at the first meeting of the Historic District Commission and all subsequent meetings of the Historic District Commission that follow the adoption of a Resolution of the Board of Mayor and Aldermen approving these by-laws.

Section 2. These by-laws may be amended or repealed only by the Board of Mayor and Aldermen.

ARTICLE VII

ORDER OF BUSINESS

Roberts Rules of Order, Revised, shall apply at all meetings, unless in conflict with provisions set forth in these by-laws as adopted and/or amended.