

Exhibit A

**AMENDED BYLAWS OF THE GRAND COUNTY HISTORICAL
PRESERVATION COMMISSION**

**ARTICLE I
Name and Location**

Section 1. The name of the commission shall be Grand County Historical Preservation Commission, which may also be referred to as HPC (see Exhibit A, Grand County Ordinance #466, "Establishment and Purpose," March 18, 2008).

Section 2. The HPC mailing and public contact address shall be 125 East Center Street, Moab, UT 84532 (c/o County Commission's Office, Grand County Courthouse).

Section 3. Other locations for conducting business or receiving mail shall be at such places as the HPC may from time to time determine.

**ARTICLE II
Commission Authority**

Section 1. The HPC shall advise the County Commission on all matters contained within Utah Code Annotated Section 17-50-326 (see Exhibit B) and shall have duties and responsibilities as enumerated in Grand County Ordinance #466.

**ARTICLE III
Commission Funding and Expenditures**

Section 1. The HPC may be funded by public revenue of Grand County, Utah. Additionally, the HPC may accept contributions and gifts, and grants from the general public and other governmental, private and nonprofit entities, which shall be submitted to the County Clerk's Office for disbursement to the HPC for its use as approved by the HPC and County Commission and in accordance with general procedures mandated by the County as per Grand County Ordinance #466.

**ARTICLE IV
Organization and Meetings**

The Commission shall consist of seven to nine members with a demonstrated interest, or knowledge in historic preservation, and shall be appointed by the Grand County Commission.

- To the extent available in the community, two Commission members shall be professional, as defined by National Park Service regulations, from the disciplines of architecture, architectural history, archeology, history, planning, urban planning, American studies, American civilization, cultural geography, cultural anthropology or related field.
- To the extent available one member shall have a demonstrated interest and background as a historian.

Section 4. EX-OFFICIO AND HONORARY MEMBERSHIPS. Representation from local governments and related historical organizations or entities are encouraged and shall be actively recruited by the HPC to participate in preservation efforts. Charter members of the HPC (as originally established by Grand County Commission Resolution #2602, on the 21st day of April 1986), and other former members who have retired or resigned from the HPC in good standing, shall also be invited to continue to participate at HPC meetings and remain involved in HPC Committee activities, to ensure a strong communications network, sustain ongoing programs, and offer leadership and experience in local historical preservation efforts and the above mentioned (County Ordinance #466) fields of expertise. Ex-officio and honorary members shall not have voting power on the HPC, but shall be encouraged to participate in discussions.

Section 5. MEETING SCHEDULES. The HPC shall meet quarterly, or a minimum of four times per year (see County Ordinance #466); but more often as dictated by the needs of the HPC, which has determined the need for and shall publish annually a schedule and location of quarterly meetings, beginning in the month of January. Meetings generally shall take place on the second Wednesday of the month. Special meetings or meetings of an emergency nature shall be called as needed. Meetings shall be posted for notice to the public in accordance with the Open and Public Meetings Act (Exhibit C). The HPC shall make every effort to schedule special meetings for the second Wednesday of each month, at the same location as quarterly meetings.

Section 6. AGENDAS. The standard procedure and outline for preparing agendas for meetings shall be established in accordance with Robert's Rules of Order, adopted by the HPC in July 2008 as its manual for parliamentary procedure (see Parliamentary Procedures at a Glance, attached as Exhibit D); but quarterly meeting agendas shall contain at the minimum the following: 1) Chairman's Welcome & Statement of Purpose of the Meeting, 2) Approval of Minutes of the Previous Meeting, 3) Chairman's Report 4) Financial Reports (including petty cash, contributions/revenues and active grants, and expenditures), 5) Old Business, 6) Status of Special Projects and Standing Committee Activities, 7) Special Project Reports, 8) New Business, and 9) Adjournment.

Section 7. SETTING AGENDAS. The chairman must be notified of any items to be considered for discussion or action at any meeting of the HPC, generally a minimum of seven (7) days in advance of the meeting. The chairman shall notify the secretary of the HPC of items to be discussed and the order of discussion, generally within no less than five (5) days in advance of the meeting; and shall provide information or cause to be provided any information for consideration of members or for board action, as a packet that shall be prepared and made available for members to pick up at the County Commission Office or online, typically at least three (3) days in advance of any meeting for which a quorum has been called.

Section 8. QUORUM. As per County Ordinance #466 (see Exhibit A), four (4 for 7 members or 5 for 9 members) commissioners or a majority shall constitute a quorum authorized to conduct business. Less than a quorum gathered for a properly noticed meeting may adjourn the meeting to a future date.

Section 9. MINUTES. A written record of any meeting called by the HPC to conduct business shall be prepared by the secretary of the HPC within a reasonable period of time after the meeting

(generally two weeks), and shall be made available at the County Commission Office or online for public inspection in draft form, subject to final approval of the minutes at a subsequent meeting of the HPC. The approved copy of the minutes shall be retained at the County Clerk's Office.

Section 10. COMMITTEES. There shall be "standing committees" and ad hoc committees formed to address HPC long-range plans, tasks, and projects and administrative needs, as well as special projects that require immediate or urgent attention, to fulfill mandates of the HPC Annual Plan or Utah Certified Local Government compliance requirements (see Utah Certified Local Government Program, Exhibit E), and in accordance with deadlines established by the HPC. Each committee shall be chaired by a commissioner, and no more than three (3) commissioners may serve on or meet to provide service on a project or program identified by the HPC. Committee chairpersons are responsible to recruit volunteers to their respective committees, and to report on activities, accomplishments or progress of their respective committees at the quarterly meetings of the HPC, or as requested at special meetings of the HPC. Committee volunteers have no voting power at HPC meetings but shall be encouraged to participate in discussions at HPC meetings.

Section 11. LONG-TERM (MASTER) PLAN. Priority programs or projects shall be established by the HPC to meet requirements and mandates of the Utah Division of History and CLG Program, and the Utah State Department of Community and Culture, with assistance from the volunteers on seven (7) standing committees of the HPC, as follows: 1) Sites and Places; 2) Buildings and Structures; 3) Human Histories (including oral histories, photographs and other visual materials); 4) Memorabilia and Artifacts; 5) Public Awareness and Education; 6) Grand County and Governmental Archives;. Each standing committee may assign volunteers or establish ad hoc committees for special tasks that may be identified outside of the annual priority project list of the HPC.

ARTICLE V

Officers

Section 1. TITLES OF OFFICERS. Consistent with County Ordinance #466, the HPC shall elect officers from its seven-member body as follows: Chairman/President (generally referred to as Chairman), Vice-Chairman, Secretary, and Historian. Elections shall take place on an annual basis, generally at the first quarterly meeting of the year, in January. Unexpired terms of officers shall be filled by special election at a time called by the presiding officer.

Section 2. PRESIDENT/CHAIRMAN. The president/chairman shall preside at all HPC meetings and conduct business in accordance with Robert's Rules of Order; maintain general supervision over all affairs of the HPC and other officers; be authorized to sign or otherwise approve HPC documents and/or correspondence requiring official representation of the HPC; and perform all other such duties as are normally incident to the office of president; but shall not sign any document that represents a financial commitment of the County, without first obtaining County Commission authorization. Such documents shall be forwarded to the County Commission with a recommendation from the HPC to the Council for consideration.

Section 3. VICE-PRESIDENT. The vice-president shall assume the duties of the president/chairman in his or her absence.

Section 4. SECRETARY. The secretary shall issue all public notices for HPC meetings (not including committee meetings), which process shall include submitting to the County Council's Office the annual schedule of the quarterly meetings for publication in a local newspaper of general circulation. The secretary shall post or have posted notices of HPC meeting agendas at government buildings and at the meeting site, in accordance with Utah law; and as prescribed by the HPC in order to maximize involvement of the public in historic preservation activities and projects. The secretary is to ensure that HPC members (including honorary members) receive agendas and notices, and shall make or cause to be made 24-hour notice to members of any HPC meetings in order to ensure attendance of a quorum. The secretary shall reserve meeting space for the HPC, and shall attend meetings and take minutes, providing a transcribed copy of minutes to members within a reasonable period of time. The secretary shall be custodian of the HPC minutes for commission use, and provide copies of minutes and documents/attachments approved by the HPC for public inspection at the County Commission's Office. The secretary shall prepare correspondence and documents as requested or authorized by the HPC.

Section 5. HISTORIAN. The historian shall maintain an ongoing narrative and files of internal activities of the HPC, including copies of minutes and correspondence; and collections of the HPC, including books, newsletters and other materials, in order to be able to provide a historical perspective on the activities of the HPC.

ARTICLE VI Amendments

Section 1. CHANGES TO BYLAWS. Consistent with County Ordinance #466 and Ordinance #472, amendments to the bylaws of the HPC may be made by a majority vote of the HPC at any of its meetings called for that purpose and shall adopt amendments only after presentation at a previous meeting, and with final approval of the County Commission.