

Bylaws of the Ketchum Arts Commission – Amended and approved 11/17/2023

ARTICLE I – Name

The name of this Commission shall be The Ketchum Arts Commission.

ARTICLE II – Statement of Purpose

The mission of the Ketchum Arts Commission is to integrate arts and culture into the community's life. The purpose of the Commission is to:

*Enhance residents' and visitors' experience of the City of Ketchum by developing and supporting arts events and artistic expression in all forms.

*Provide leadership for the city in integrating arts and culture into community life.

*Celebrate the arts through education, exhibition, performance and acquisition.

*Partner with area organizations to make Ketchum a remarkable city, encouraging economic vitality through the arts.

ARTICLE III – Commission, Term of Office, Vacancies, Conflict

Section 1. The Commission. The Commission shall consist of up to nine (9) and no fewer than (5) voting members. In addition to the nine (9) members, two (2) non-voting members will include the City Administrator and/or its designee, It is suggested that members be residents of the city of Ketchum, own property in Ketchum, or own or work for a Ketchum-based business. Commission members should include a healthy mix of working architects and artists, gallerists, business people, arts advocates, and members of the performing arts community. Nominations and elections for new members will be made in September, with member terms to begin and end October 1st.

Section 2. Term of Office. The term of office for each of the members shall be three (3) years. Two consecutive three-year terms shall be the maximum allowable for a member and shall constitute a full term. Upon completion of a full term, reappointment shall be allowable after a one-year waiting period.

Section 3. Vacancies. Vacancies on the Commission shall be filled by the voting membership from nominations submitted by the remaining members of the Commission. The Commission may elect to make public announcements of any vacancy and solicit nominations from citizens, but is not obligated to do so. Appointments that replace a vacancy of incomplete term shall complete the remainder of said term.

Section 4. Removal of Commissioners. Three absences from Commission meetings without prior notification, and within a period of one year, shall constitute cause for a member's possible removal from the Commission. Commissioners are expected to attend no less than 50% of regular meetings (within a period of one year) to remain on the Commission; attendance at less than 50% of meetings is cause for a review by the Commission and could result in a member's removal from the Commission.

Section 5. Conflict of Interest Clause. No Ketchum Arts Commission member or their immediate family may receive financial compensation for services or activities performed in connection with their duties as a Commissioner or take voting action which financially benefits themselves, members of their immediate families, or their business and corporate affiliates.

- a. There should be annual disclosure, in writing, by all Commissioners and senior managers of any transactions or relationships involving a possible conflict or duality of interest involving the Ketchum Arts Commission.
- b. Any Commissioner with potential interest should abstain from any preliminary or final involvement with the matter, including preliminary review and discussion, as well as any vote at the committee or full Commission level. Any such abstention should be formally recorded in the minutes.
- c. An annual summary and analysis of the disclosure forms and record of related abstentions from discussion and voting will be prepared by the Commission Secretary and staff.

ARTICLE IV – Officers

Commission members shall elect a Chairperson and a Vice Chair for two-year terms. Election of such officers will be held annually at the September meeting and terms will begin and end in October.

ARTICLE V – Meetings and Quorum

Section 1. Regular and Special Meetings. The Commission will meet at minimum 4 times annually, but may elect to meet as frequently as projects demand as a whole body or as subcommittees of the whole body. Meetings will be called for and set by the Chairperson.

Section 2. Quorum. A majority of members of the Commission shall constitute a quorum for the transaction of business.

ARTICLE VI – Commission Subcommittees

The Commission may, by resolution, designate subcommittees. Such committees shall have and may exercise the powers of the Commission to the extent provided in the resolution designating the committee.

ARTICLE VII – Duties and Responsibilities

The Commission shall develop, coordinate, and promote projects celebrating the arts for the enjoyment, education, cultural enrichment and benefit of the citizens and visitors of Ketchum. In furtherance of these duties, the Commission shall attempt to accomplish the following objectives:

- a. Stimulate awareness and appreciation of the importance of the arts in the broadest possible manner including, but not limited to:
 1. the review and recommendation of public art and public art proposals for existing and new construction (both public and private),
 2. support of visual, performing, and literary arts (individuals, organizations, businesses),
 3. and a general promotion of the arts and arts education.
- b. Encourage the preservation and growth of the City's art resources, foster the development of a receptive climate for the arts, and promote opportunities for Ketchum residents and visitors to participate in artistic activities.
- c. Provide information, encouragement, and general assistance to Ketchum's cultural organizations and artists.
- d. Promote the development of Ketchum artists, institutions and community organizations sponsoring arts activities.
- e. Review and provide recommendations and advice to the Mayor and City Council on proposed arts related projects, events, grants, general disbursement of funds or provision of services to artists, non-profit or for-profit arts organizations.
- f. Encourage and provide support to other governmental agencies that are developing or promoting arts activities.
- g. Seek and encourage financial support, including grants for special projects or events deemed appropriate by the Commission.

ARTICLE VIII – Public Purpose

The Bylaws of the Ketchum Arts Commission being for a public purpose and for the welfare of the citizens of Ketchum, Idaho, shall be liberally construed to effect the purpose hereof.

ARTICLE IX – Amendment to Bylaws

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by an affirmative vote of two-thirds (2/3) of the members of the Commission in person

at any regular meeting or any special meeting, if at least two weeks written notice is given to all members of the Commission of intention to alter, amend or repeal or to adopt new bylaws at such meeting.

Caleb Spagenberger, Chairman

Date