

**ERIE COUNTY ARTS & CULTURAL ADVISORY BOARD
BY-LAWS**

ARTICLE I – NAME

The official designation shall be the Erie County Arts & Cultural Advisory Board (“EACAB”).

ARTICLE II - PURPOSE

The purpose of the Erie County Arts & Cultural Advisory Board shall be to evaluate and advise the County Executive and the Legislature on the proper funding levels for various cultural groups in Erie County that have completed the annual funding application process.

The responsibilities of the Erie County Arts & Cultural Advisory Board include but are not limited to the following:

- To establish equitable criteria and requirements for the eligibility, application, and funding recommendation for art and culture not-for-profit organizations throughout Erie County.
- To review, evaluate, and provide objective recommendations based on need and merit to the County Executive and Legislature for the funding of arts and cultural not-for-profit organizations in Erie County.
- To advise the County Executive and Legislature on arts and cultural sector matters including but not limited to the funding, operation, and general health of arts and cultural not-for-profit organizations and sector.
- To provide planning and operational guidance and recommendations to individual arts and cultural not-for-profit organizations to ensure long term organizational fiscal and operational stability, and the responsible use of County funding.

ARTICLE III – BOARD COMPOSITION

Section 1. Membership. The Board shall be composed of Voting Members and Ex-officio Non-Voting Members. All are subject to the County Code of Ethics, Conflict of Interest Policy, and other related policies and practices as applicable.

Section 2. Voting Membership. The voting membership shall consist of fifteen members (the “Board”), nominated by the EACAB and appointed by the Erie County Executive as provided by Article 22, Section 2205 Erie County Charter and any subsequent amendments to such, attached as Exhibit A. In order to encourage public participation, any individual interested in supporting and/or knowledgeable about the arts and culture sector, or related fields, in Erie County may be invited to join

the EACAB; subject to appointment by the County Executive.

Section 3. Ex-officio Non-Voting Membership. Ex-officio members shall be the Department of Environment and Planning Deputy Commissioner, a staff liaison, and a secretary, or their designees. Ex-officio Non-Voting members may make a written request to the EACAB to designate a representative to serve on the EACAB in their place.

Section 4. Term of Office. Voting members shall be appointed to serve a three-calendar-year term with a limit of two terms; those who have served two consecutive terms shall be eligible again after a two-year absence.

The Board shall elect one of its members to serve a two-year term as chair. A chair may serve up to two consecutive terms, or until a replacement has been elected by the EACAB.

Ex-officio members shall serve as a condition of their position with no reappointment necessary for the term of their employment. Ex-officio designees shall be reappointed annually at the first EACAB meeting of the calendar year.

Section 5. Vacancies.

- (a) Voting member vacancies. Vacancies occurring during the year shall have replacements nominated by the Board, subject to appointment by the County Executive. The creating authority shall fill any vacancies within sixty days. If a member leaves the board before the end of their term, the replacement shall serve for the duration of the term; if the time remaining in the term is less than eighteen months, the replacement shall still be eligible for two consecutive full terms at the conclusion of the partial one.
- (b) Officer vacancies. Vacancies occurring during the year shall be filled by action of the Board.

ARTICLE IV – ATTENDANCE POLICY

- (a) Members are expected to attend the majority of regular meetings during the year.
- (b) After the second consecutive, unexcused absence from the Board meetings within the calendar year, the member will be contacted to see if the attendance problem can be remedied.
- (c) If the attendance problem cannot be remedied, the member will be given the option to resign from the Board, otherwise they will be terminated by a vote of the Board.

ARTICLE V – OFFICERS

Section 1. Chairperson.

- (a) Selection and term. The Board Chairperson shall be elected by a majority of the

board members from their nominations to serve a two-year term as chair; no chair may serve more than two consecutive terms.

- (b) **Nomination.** The Chairperson shall be nominated at a meeting of the Board during the second quarter of the calendar year with elections held no later than the fourth quarter of the year.
- (c) **Duties.** The duties of the Board Chairperson are to:
 - i. Serve as the official representative and chief administrator of the Board;
 - ii. Preside at meetings of the Board;
 - iii. Call the Board to a special meeting or cancel a scheduled meeting, if deemed necessary;
 - iv. Appoint members of committees;
 - v. Appoint individuals to represent the Board to public bodies, subject to majority approval of the members of the Board;
 - vi. Serve as the Board's representative to the Erie County Legislature and relevant committees; and,
 - vii. Provide oversight of the Board members' roles and responsibilities.

Section 2. Vice Chairperson.

- (a) **Selection and term.** The Board Vice-Chairperson shall be elected annually by the voting members of the Board.
- (b) **Nomination.** The Vice-Chairperson shall be nominated at a meeting of the Board during the second quarter of the calendar year with elections held no later than the fourth quarter of the year.
- (c) **Duties.** The duties of the Board Vice-Chairperson are:
 - i. Serve as Chairperson pro-tem in the absence of the Chairperson, or in the event of a vacancy, until a new Chairperson is elected;

Section 3. Secretary.

- (a) **Selection.** The Board Secretary shall be a staff member of the Erie County Department of Environment and Planning as designated by the Commissioner of the Department. The Secretary may, but need not be, the staff liaison. Duties may be divided between the Secretary and staff liaison.
- (b) **Duties.** The duties of the Board Secretary are:
 - i. Ensure the minutes of the Board meeting are taken;

- ii. Coordinate the setting and distribution of meeting agendas and supporting materials;
- iii. Handle Board correspondence;
- iv. Perform research on issues before the board;
- v. Manage the development and maintenance of the Board webpage; and,
- vi. Manage the Erie County General Operating Support Cultural Funding Program.

ARTICLE VI - CONDUCT OF MEETINGS

Section 1. Conduct of Meetings. In the conduct of meetings and the transaction of Board business, the presiding officer shall use Robert's Rules of Order as a guide. Meetings shall be conducted in compliance with the New York State Open Meetings Law ("NYS OML"), per the Erie County Charter.

Section 2. Quorum. A quorum for the transaction of business shall consist of a majority of the current voting members of the Board. A majority of the total current voting membership must vote in the affirmative to take any action, regardless of the number of members present.

Section 3. Voting. Each voting member shall vote in person or by remote methods in compliance with the NYS OML, as agreed by the majority of the Board ahead of a meeting. Proxy voting shall not be permitted.

Section 4. Regular Meetings. The Board shall meet in regular session at least four (4) times a year. Notification will be made to the membership at least one week prior to each meeting, or otherwise in compliance with the NYS OML.

Section 5. Special Meetings. A special meeting may be called at any time by the Chairperson or by any member of the Board upon written request of not less than one-fifth (1/5) of the entire Board. Meeting shall require a minimum of 24 hours notice, when urgent action by the entire Board is needed prior to the next meeting, or otherwise in compliance with the NYS OML.

ARTICLE VII - COMMITTEE STRUCTURE

Section 1. Committees.

- (a) Establishment. Committees shall be established by the Chair or Vice-Chair, or by vote of the Board, on an as-needed basis. Committees may be temporary in nature.
- (b) Membership. Committee members shall be appointed by the Chair or Vice Chair of the Board or by vote of the Board. Each committee shall consist of a committee chairperson who is a member and at least one additional Board member. Any additional committee members need not be members of the EACAB. In order to encourage public participation, any individual interested in supporting and/or

knowledgeable about the arts and culture sector in Erie County may be invited to join as a Committee member. Once selected, each such member may participate in EACAB discussion, but shall be non-voting and may not be a designated spokesperson for EACAB. All are subject to the County Code of Ethics, Conflict of Interest Policy, and other related policies and practices as applicable.

- (c) Term. The term of committee members shall be one year or until the assigned task is completed as determined by the Chair or Vice-Chair, or the Board.
- (d) Accountability. All committees shall be responsible to the Board, to keep written records, and shall make reports of their activities to the Chair or Vice-Chair, or the Board.
- (e) Final results, recommendations, and actions of the committee must be approved by the full Board.

Section 3. Executive Committee.

- (a) Selection. The Executive Committee shall consist of the EACAB officers: Chair, Vice-chair, Secretary, and the Deputy Commissioner of Planning & Economic Development.
- (b) Duties. The Executive Committee shall meet as necessary to plan meeting agendas and act on administrative matters between regular EACAB meetings when time-sensitive matters must be addressed. All actions of the Executive Committee shall be in accordance with prior acts of the EACAB. The Executive Committee shall report any actions taken at the next EACAB meeting. All actions of the Executive Committee are subject to ratification, revision, or revocation by the EACAB.

ARTICLE VIII - POLICIES AND PROCEDURES

Policies and procedures for the operation of the Board, not otherwise covered herein and within the discretion of the Board, shall be established by action of the Board and may be modified from time to time.

ARTICLE IX - ADOPTION AND AMENDMENTS

These bylaws shall be adopted or amended as follows: by motion carried by two-thirds of the voting members at any regularly scheduled or special meeting of the Board, so long as proposed changes to the bylaws were presented in writing to all members at least one week before the meeting.

Approved by vote of the board on: November 3, 2023

EXHIBIT A

Article 22, Section 2205 Erie County Charter - Other County Boards, Offices, Institutions and Functions - Charter | Department of Law

Section 2205. Advisory boards. To better fulfill the purpose, responsibilities and goals of each department of the County, or comply with the requirements of NYS law, citizens' advisory boards may be established. Unless otherwise stipulated elsewhere in this charter or through NYS law, advisory boards for Erie County shall be constituted as follows:

- A. New advisory boards may be established by the County Executive or the County Legislature.
- B. Advisory boards shall consist of an odd number of members, at least seven and at most fifteen. Members shall be residents of Erie County.
- C. Members shall be appointed by the creating authority.
- D. Members shall serve three-year terms and may serve no more than two consecutive terms; those who have served two consecutive terms shall be eligible again after a two-year absence.
- E. The creating authority shall fill any vacancies within sixty days. If a member leaves a board before the end of his or her term, the replacement shall serve for the duration of the term; if the time remaining in the term is less than eighteen months, the replacement shall still be eligible for two consecutive full terms at the conclusion of the partial one.
- F. Each advisory board shall elect one of its members to serve a two-year term as chair; no chair may serve more than two consecutive terms.
- G. Advisory boards shall meet at least four times per year, and meetings shall be held in compliance with the Open Meetings Law. If a board fails to hold the minimum number of meetings, the creating authority shall investigate why, and is authorized to remove an ineffective chair or any inactive members, or to recommend that the legislature abolish the board.
- H. Each advisory board chair shall submit an annual report to the County Executive and the Legislature stating the board's accomplishments during the past year and plans for the upcoming year.
- I. Members of advisory boards shall serve without compensation.
- J. To further define their structure and procedures, each advisory board may adopt bylaws that are not in conflict with this section, subject to the approval of the creating authority.
- K. Every effort shall be made to achieve diversity on advisory boards. Added by Local Law No. 1-2017.