



# Historic Resources Board

## Staff Report (ID # 14934)

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**Report Type:** Action Items **Meeting Date:** 11/10/2022

**Summary Title:** HRB Bylaws Discussion Regarding Attendance

**Title:** Historic Resources Board By-Laws Discussion Regarding Remote Attendance in 2023

**From:** Jonathan Lait

### Recommendation

Staff recommends that the Historic Resources Board (HRB) take the following action(s):

1. Discuss adding Section 6.2 to the HRB bylaws to address attendance at HRB meetings in 2023.

### Report Summary

The HRB Bylaws are attached to this report (Attachment A). They do not include rules on attendance such as how many consecutive meetings a member can miss. The most recent edition of the Bylaws predates the COVID-19 Pandemic when virtual meeting attendance became prevalent.

The Palo Alto Municipal Code Chapter 2.27 provides content regarding the composition of the board and how often the board may meet (twice monthly or at the pleasure of the chairperson). The meeting frequency is also cited in Section 6.0 of Article 6 of the HRB Bylaws.

The report is to support the board's discussion regarding remote attendance, in response to Council's May 2022 motion for all commissions and boards to adopt their own attendance policy.

The City Clerk will soon be offering training to staff and appointed officials in Palo Alto regarding changes to the Brown Act with respect to meeting attendance.

### Background/Discussion

#### HRB Bylaws

City of Palo Alto  
 Planning & Development Services  
 250 Hamilton Avenue  
 Palo Alto, CA 94301  
 (650) 329-2442

The HRB Bylaws contain two sections in Article VI regarding meetings. Staff suggests the HRB discuss whether to establish a maximum number or percentage of annual meetings a board member may attend remotely. The HRB may wish to discuss adding Bylaws Section 6.2 to set forth an attendance policy.

Options include allowing members to attend all regular meetings remotely, a percentage of regular meetings remotely, or a limited number remotely each year. For retreats, the HRB could decide these will be in-person meetings.

Bylaws Article 6 currently include two sections:

**Section 6.0** Regular meetings of the HRB shall be held twice a month or at the pleasure of the Chairperson. The Chairperson shall establish the dates of the meetings. Meetings shall be held on Thursday at 8:30 A.M. in the Palo Alto City Hall. HRB regular meetings shall occur on alternate Thursdays from ARB regular meetings. Regular meetings may be adjourned and reconvened upon a majority vote of the members present.

**Section 6.1** Special meetings may be called at any time by the Chairperson, or at the request of three members, by a written or oral notice given to each member at least 48 hours before the time specified for the proposed meeting.

#### PAMC Chapter 2.27 – Historic Resources Board

Section 2.27.020 states that the HRB shall be composed of seven members:

- One member shall be an owner/occupant of a category 1 or 2 historic structure, or of a structure in a historic district
- Three members shall be architects, landscape architects, building designers, or other design professionals
- At least one member shall possess academic education or practical experience in history or a related field.

An ordinance would be required to change the number of members on a board.

Section 2.27.030 states that the HRB shall hold meetings twice monthly or at the pleasure of the chairperson and shall establish such rules as may be appropriate and necessary for the orderly conduct of its business. It is not necessary to amend the HRB bylaws or ordinance to modify the frequency of meetings; however, the HRB bylaws would need to be amended if the HRB chose to change the start time or weekday of the meeting.

#### Attendance Policies of Other Boards/Commissions

Council in May 2022 asked all the commissions to adopt their own attendance policy; however, no committee has done so to date. More recently, Council decided to limit Councilmembers' remote attendance to three times per year. This motion carried, though there was previously a motion for unlimited remote meeting attendance.

The HRB, PTC, and ARB have not adopted attendance policies to date. It is not required that all boards and commissions choose to follow the Council's decision regarding three remote meetings. Staff anticipates more conversations and direction about remote attendance with the changes to the Brown Act that will start in January. As noted, the City Clerk will be providing training on this topic in 2022.

#### Brown Act Requirements

The Brown Act has long permitted remote attendance through teleconferencing, as long as 1) the locations of each teleconference participant are provided in notices and agendas, 2) the agenda is posted at each teleconference location, and each location is open to the public, and 3) at least a quorum of the board members participates from locations within the boundaries of the City. The Brown Act does not limit the number of times these procedures can be used.

AB 361 allowed a local government to suspend these teleconference requirements during a statewide emergency, such as the COVID-19 pandemic, by making certain findings. However, if the statewide emergency is lifted in early 2023, as currently anticipated, AB 361 exceptions will no longer apply.

Beginning January 1, 2023, AB 2449 will provide an additional, limited exception to the typical teleconference requirements which do not rely on the existence of a statewide emergency. A board member may participate remotely, without making their location available to the public, only when there exist a "just cause" or "emergency circumstances" approved by the board, for remote participation, and the reason is disclosed to the public. In addition, a quorum of the board must meet in a single location (i.e. the meeting must be a "hybrid" meeting). The exception under AB 2449 may not be used by a member of the board for more than three consecutive months or more than 20% of the regular meetings in a calendar year.

#### **Report Author & Contact Information**

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#### **Attachments:**

- Attachment A: HRB Bylaws Updated January 1 2017(DOCX)

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<sup>1</sup> Emails may be sent directly to the HRB using the following address: [hrb@cityofpaloalto.org](mailto:hrb@cityofpaloalto.org)

RULES AND REGULATIONS AND BY-LAWS OF THE  
PALO ALTO HISTORIC RESOURCES BOARD

ARTICLE I

NAME

Section 1.0 The name of this board shall be the PALO ALTO HISTORIC RESOURCES BOARD (HRB)

ARTICLE II

Section 2.0 This board shall perform any duties imposed upon it by Ordinances of the City of Palo Alto and by applicable State and Federal law, or as requested by the City Council of the City of Palo Alto.

ARTICLE III

Officers

Section 3.0 The officers of the Board Shall consist of a Chairperson, a Vice Chairperson, and a Secretary who shall be a non-voting member.

Section 3.1 The offices of Chairperson and Vice Chairperson shall be elected from among the appointed members of the Board, and the person so elected shall serve for a term of one year or until a successor is elected. Elections shall be held at the first meeting in January of each year, or as soon thereafter as possible.

Section 3.2 The Director of Planning and Community Environment of the City of Palo Alto or his/her designated representative shall be the Secretary of the Board.

Section 3.3 The duties of the offices of the HRB shall be as follows:

Section 3.31 It shall be the duty of the Chairperson to preside over all meeting of the Board, to appoint committees and to serve as an ex-officio member of the committees so appointed, to call special meetings of the Board and to designate the time and place of such meeting, to set the date and time for the public hearing held by the Board, to sign documents and correspondence in the name of the Board, and to represent the Board before the City Council, its commissions and committees, and such other groups and organizations as may be appropriate. The Chairperson may designate the Vice Chairperson, or in the Vice Chairperson's absence, another member of the Board to act in his/her stead.

Section 3.32 It shall be the duty of the Vice Chairperson to assist the Chairperson and to act in his/her stead during his/her absence.

Section 3.33 It shall be the duty of the Secretary to keep a record of all meeting of the Board, to accept in the name of the Board documents and correspondence addressed to it, to present such correspondence to the Board, and perform other staff functions as deemed necessary by the Board. The Secretary will determine the agenda for all public meeting of the Board, based upon an assessment of the applications made to the City requiring historic architectural review, and based also upon the desirability of hearing such other matters as may be deemed, by the Chairperson or by the Secretary, to be of concern to the Board.

#### ARTICLE IV

##### Committees

Section 4.0 The Chairperson shall appoint special committees as they be desired or required.

#### ARTICLE V

##### Quorums and Voting

Section 5.0 Four members of the Board shall constitute a quorum for the purposes of conducting business.

Section 5.1 All actions taken must be by affirmative vote of majority of those Board members present, except to adjourn or continue for lack of a quorum.

A tie vote constitutes a denial of an item, except that a member of the Board may then move that the item be reconsidered or continued to another meeting. A majority of the Board may then vote to reconsider or continue the item to another meeting

#### ARTICLE VI

##### Meetings

Section 6.0 Regular meetings of the HRB shall be held twice a month or at the pleasure of the Chairperson. The Chairperson shall establish the dates of the meetings. Meetings shall be held on Thursday at 8:30 A.M. in the Palo Alto City Hall. HRB regular meetings shall occur on alternate Thursdays from ARB regular meetings. Regular meetings may be adjourned and reconvened upon a majority vote of the members present.

Section 6.1 Special meetings may be called at any time by the Chairperson, or at the request of three members, by a written or oral notice given to each member at least 48 hours before the time specified for the proposed meeting.

## ARTICLE VII

### Rules

Section 7.0 All meetings of the Board shall be conducted in accordance with a modified Robert's Rules of Order.

THE FOREGOING BY-LAWS WERE ADOPTED BY A MAJORITY VOTE OF THE PALO ALTO HISTORIC RESOURCES BOARD THE 4TH DAY OF FEBRUARY, 2015.