

TOWN OF ST. ALBANS

HISTORIC PRESERVATION COMMISSION

RULES OF PROCEDURE

1. MEMBERSHIP

- a. The Commission shall consist of five members appointed by the Select Board.
- b. Lengths of terms shall be specified by the Select Board at the time of appointment.
- c. The Commission shall be composed of professional and lay members, a majority of whom reside within the jurisdiction of the Town of St. Albans.
- d. All members of the Commission shall have a demonstrated interest, competence, or knowledge in historic preservation.
- e. To the extent available within the jurisdiction of the Town of St. Albans, at least a majority of the Historic Preservation Commission members shall be professionals from the disciplines of history, archaeology, architectural history, architecture and historical architecture who meet the requirements outlined in Appendix A of the *Regulations for the Vermont Certified Local Government Program* (attached). Members representing other historic preservation related disciplines, such as urban planning, American studies, American civilization, cultural geography, or cultural anthropology, and lay members are encouraged. When a discipline is not represented on the Historic Preservation Commission, the commission shall seek the assistance of the Division in obtaining the necessary expertise when considering National Register nominations and other actions that will impact properties which are normally evaluated by a professional in such discipline.

2. OFFICERS

- a. The Commission shall elect by majority vote a Chair, Vice-Chair, and Clerk annually following Town Meeting Day and prior to May 30.
- b. The Chair shall preside at all meetings and hearings of the Commission and decide all points of order or procedure, and appoint any committees.
- c. The Vice-Chair shall assume the duties of the Chair, or whenever the Chair is absent.

- d. The Clerk shall assume the duties of the Chair at the Chair's request, or whenever the Chair and the Vice-Chair are both absent. The Clerk shall keep the Commission's minutes and other records.

3. MEETINGS

- a. All activities of the Historic Preservation Commission shall be conducted in accordance with the terms of the Vermont Open Meeting Law (1 V.S.A. chapter 5, subchapter 3), and the Historic Preservation Commission shall take additional steps as it deems appropriate to stimulate public participation in commission activities, such as publishing its minutes, publishing the procedures by which assessments of potential National Register nominations will be carried out or using public service announcements to publicize Historic Preservation Commission activities. The Historic Preservation Commission may withhold from disclosure to the public information about the location, character, or ownership of archaeological resources if such disclosure might risk harm to the resources.
- b. The Commission shall meet no less than four times each year.
- c. A Commission member absent for three or more meetings in a row may be removed from the Commission by the Select Board unless good cause is shown by the Commission member as to why he or she was absent.

4. RESPONSIBILITIES

- a. The Historic Preservation Commission shall have the following responsibilities, to be carried out in coordination with and in accord with format and standards established by the Vermont Division for Historic Preservation.
 - i. Creation and maintenance of a system for the survey and inventory of historic properties within its jurisdiction that is coordinated with the *Vermont Historic Sites and Structures Survey* and the *Vermont Archaeological Inventory*.
 - ii. Preparation, for submission to the Vermont Division for Historic Preservation by the Select Board, of a report concerning properties within its jurisdiction that are under consideration for nomination to the National Register of Historic Places. The report shall be prepared in cooperation with the Division and shall be prepared in a manner consistent with the requirements of the National Historic Preservation Act as described in the *Regulations for the Vermont Certified Local Government Program*.

- iii. When determined to be appropriate in the discretion of the Historic Preservation Commission, preparation and submission for approval by the Select Board of grant applications to the Vermont Division for Historic Preservation for funds from the CLG share of the state's annual Historic Preservation Fund (HPF) grant award.
 - iv. Advising and assisting the Select Board, Planning Commission, and other appropriate persons on matters related to historic preservation.
- b. Performance of additional responsibilities in accordance with a mutual written agreement between the Vermont Division for Historic Preservation and the Select Board.

5. CONFLICT OF INTEREST

- a. The Commission's Conflict of Interest policy is attached as Appendix A.

6. AMENDMENTS

- a. These Bylaws may be amended at any regular meeting of the Commission, provided that such amendments are listed as an agenda item to be considered at that meeting.

Adopted this 5th day of April 2021.

Town of St. Albans – Historic Preservation Commission

Brendan Deso, Chair

Joseph Luneau, Vice-Chair

Sally Lindberg, Clerk

Laz Scangas

Al Voegele

APPENDIX A: CONFLICT OF INTEREST

1. Policy

No person (see definition in subsection 2.a., below) shall participate in the selection, award, or administration of any HPF-assisted program activity, subgrant, contract, or subcontract if a conflict of interest, real or apparent, exists. Nor shall any person participate through approval, disapproval, recommendation, or other decision concerning any Federal Preservation Tax Incentive Certification, National Register Nomination, or Review and Compliance case if such a conflict, real or apparent, exists.

No person shall engage in outside employment or have any direct or indirect financial interest that conflicts or would appear to conflict with the fair, impartial, and objective performance of officially assigned duties and responsibilities for administration of the HPF program. Employees or agents (i.e., persons authorized to represent the SHPO organization or to perform any official capacity for it) shall neither solicit nor accept gratuities, favors, or anything of monetary value from contractors, potential contractors, or parties to potential or actual HPF grant awards.

2. Definitions

- a. " Person" means:
 - i. The State Historic Preservation Officer,
 - ii. State Historic Preservation Office staff,
 - iii. President of the National Trust for Historic Preservation,
 - iv. Staff of the National Trust for Historic Preservation,
 - v. Trustees and Advisory Board Members of the National Trust for Historic Preservation,
 - vi. Subgrantees or contractors paid in whole or part, by HPF funds or whose time or salaries are used as allowable matching share,
 - vii. Members of a State Review Board(s) and/or separate Commission(s) which share 36 CFR 61 or HPF grant oversight responsibilities,
 - viii. CLG commission members, agents, or staff, and
 - ix. Employees, agents, partners, associates, or family members of those cited in this definition.
- b. A "conflict of interest" exists when a person may benefit (either through financial or personal gain) from the position he/she holds with respect to the HPF-assisted program or may be unable to make impartial decisions or render impartial advice due to outside relationships or other activities with other persons as defined above. This applies to those persons who participate in or influence the grant award decision-making process, gain information not available to the general public, or provide oversight or administration of any aspect of the HPF grant program.
- c. An "apparent conflict of interest" exists whenever circumstances are such that a person may appear to be in a position to benefit (either through financial or

personal gain) from the position he/she holds with respect to the HPF-assisted program or may be unable to make impartial decisions or render impartial advice due to outside relationships or other activities with other persons as defined above. This applies to those persons who participate in or influence the grant award decision-making process, gain information not available to the general public, or provide oversight or administration of any aspect of the HPF grant program whether or not such a conflict actually exists. An apparent conflict of interest also exists when a person may appear to have an unfair competitive advantage because of his/her relationship with the SHPO organization. Accordingly, Review Board members should not be included on any lists of qualified consultants distributed to the public by the SHPO.

3. Declaring and Resolving Conflict of Interest.

- a. Nonvoting. When any person, as defined in subsection 2.a., above, is involved in nonvoting situations such as Tax Act Certification or Review and Compliance decisions, and a real or apparent conflict of interest situation exists, the person involved must disclose the possible conflict and physically absent and recuse himself/herself from the decision-making process. The conflict shall be declared and documented in writing (by providing the name, date, and nature of the conflict) as soon as the situation becomes apparent but, at a minimum, before the issue or action for which the conflict exists is acted upon or brought to resolution. Those in a position to make a decision must be fully informed as to the possible interest of the persons involved. See Subsection 4.i., below, regarding persons with a pattern of conflicts.

- b. Voting (Review Board/Commission Meetings). When a real or apparent conflict of interest situation arises in the context of a voting situation, the person must disclose the possible conflict and physically absent and recuse himself/herself from the decision-making process (including presentations and discussion) and neither vote directly, in absentia, nor by proxy in that matter. The recusal and the reasons therefore must be recorded in the meeting minutes. Those in a position to make a decision must be fully informed as to the possible interest of the person abstaining and recusing him/her self. See Subsection 9., below, regarding persons with a pattern of conflicts.

4. Written Procedures (Code of Conduct).

The Historic Preservation Commission must maintain a written code with standards of conduct governing the performance of their employees engaged in the award and administration of contracts. This code must, at a minimum, comply with the requirements of this section, and is binding on all persons listed in subsection 2.a., above.

The grantee may adopt more stringent requirements than those specified by NPS. The standards established in this section shall be considered the minimum. In those situations where existing State

procedures are more stringent, those shall apply. However, in situations where Statewide conflict of interest requirements are less stringent (e.g., may not apply to the Review Board or a separate Commission), the standards in this section shall apply for administration of the HPF program in its entirety.

5. Procurement

Contract awards shall not be made to any person or firm who has developed or has drafted bid specifications, requirements, a statement of work, an invitation for bids, and/or a request for proposals for a particular grant-related procurement.

6. Nepotism

State grantees will follow State laws and administering regulations governing nepotism in relation to employment, contracting, and the award of HPF grant assistance.

7. Officials Not to Benefit.

No member of or delegate to Congress or Resident Commissioner shall be admitted to any share or part of a grant, or to any financial benefit that may arise therefrom; but this provision shall not be construed to extend to a grant if made with a corporation for its general benefit.

8. Corrupt Practices

The award and administration of NPS grants and of sub-agreements awarded by State grantees under those grants must be accomplished free from bribery, graft, kickbacks, and other corrupt practices. The grantee bears the primary responsibility for the prevention, detection, and cooperation in prosecution of any such conduct. Federal administrative or other legally available remedies will be pursued to the extent appropriate.

No person, agency, or other organization may be employed or retained to solicit or secure a grant or contract upon agreement or understanding for commission, percentage, brokerage, or contingent fee. For breach or violation of this prohibition the Federal Government shall have the right to annul the grant without liability or, at its discretion, to deduct from the grant or otherwise recover the full amount of such commission, percentage, brokerage, or contingent fee, or to seek such other remedies as may be legally available.

9. Enforcement

The grantee organization must enforce and document that it enforces its conflict of interest procedures or code of conduct whenever applicable. At a minimum, there must be written records of abstentions from the decision-making process in conflict of interest situations. The records of abstentions and recusals shall, at a minimum, document who was absent from the decision and for what reason.

Individuals who have a pattern of conflicts of interest and consequent abstentions, ought to be removed from the Historic Preservation Commission, or assigned other responsibilities because their function of offering advice cannot be fulfilled. In addition, the grantee organization must ensure that those on whom these procedures are binding (subsection 2.a., above) are fully

knowledgeable of these conflict of interest requirements and agree to abide by them in the execution of their HPF program responsibilities. Documentation of these requirements is fulfilled by a signed and dated statement from each person attesting to that fact.

State Ethics Officers are authorized to determine the applicability of these requirements to individual situations in regard to State employees and to resolve employee conflict of interest situations (see also subsection 11., below).

10. Conflict of Interest Involving Current or Former Federal Employees

The grantee will not use any Federal funds or funds from other sources applied as matching share to pay a fee to, or travel expense of, current employees of the Federal Government for consultant services, lectures, attending program functions, including HABS/HAER participation, or any other activities in connection with the grant or any subagreement awarded under this grant. Grantees are to consult with NPS when the appearance of such conflicts of interest arises. This prohibition is in accordance with 18 U.S.C. 209 which stipulates that Federal employees whose employment has not terminated shall not receive supplemental compensation for their services in their capacity as Federal Government employees. (However, see exception for temporary limited employees in Chapter 6, Section E.7).

It is NPS policy that personal or organizational conflict of interest, or the appearance of conflict of interest, be prevented in the award and implementation of grants, including subgrants and subcontracts or other subagreements which involve former and current Federal employees in the award and implementation of grants. A conflict of interest will appear to exist when grant assistance is awarded to or by a grantee and a current or former NPS employee participated in the pre-award and award process and benefits financially from the grant. Specific details are contained in 43 CFR 20.

11. Violations

When there is a suspected violation of the conflict of interest policy or requirements, the SHPO organization must advise NPS of the matter, pursue available State or local legal and administrative remedies, take appropriate remedial action with respect to any allegations or evidence coming to its attention, and advise NPS of the ultimate disposition of any matter. Such violations may result in cost disallowances or other sanctions.