

1 RESOLUTION NO. _____

2
3 A RESOLUTION TO APPROVE THE AMENDED BYLAWS OF THE
4 LITTLE ROCK SISTER CITIES COMMISSION, AND FOR OTHER
5 PURPOSES.

6 WHEREAS, the City of Little Rock, Arkansas (“the City”) created the Little Rock Sister Cities
7 Commission (“Commission”) with the enactment of Little Rock Ordinance No. 16,306 (November 17,
8 1992); and

9 WHEREAS, the Commission is authorized to draft bylaws which shall be effective upon approval
10 by the City Board of Directors (“Board”); and

11 WHEREAS, the Commission has amended its bylaws and, pursuant to Little Rock Ordinance No.
12 16,306 (November 17, 1992), requires the approval of the Board before they are effective.

13 NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE
14 CITY OF LITTLE ROCK, ARKANSAS:

15 Section 1. The Board of Directors hereby approves the amended bylaws of the Little Rock Sister
16 Cities Commission as follows. Underline shall denote an addition; ~~strickthrough~~ shall denote a deletion.

17 BYLAWS FOR THE LITTLE ROCK
18 SISTER CITIES COMMISSION
19 CITY OF LITTLE ROCK, ARKANSAS

20 ARTICLE I. NAME

21 ~~NAME~~: The name of this organization shall be the Little Rock Sister Cities Commission
22 (hereafter referred to as the “Commission”).

23 ARTICLE II. PURPOSE

24 ~~PURPOSE~~: The purpose of the Commission shall be to encourage public awareness and
25 participation in Sister City activities.

26 ARTICLE III. MEMBERSHIP

27 ~~MEMBERSHIP~~: Section 1. The Commission shall consist of thirteen (13) members who
28 shall be qualified electors of the City of Little Rock, appointed by the City of Little Rock
29 Board of Directors upon recommendation of the ~~Commission~~ City Manager.

30 Section 2. The initial appointments to the Commission shall be for one (1), two (2), three
31 (3), four (4), and five (5)-year terms, and thereafter all appointments shall be for a term of
32 five (5) years or until a successor is qualified; provided no person shall be appointed for

1 more than two (2) consecutive full terms.

2 **Section 3.** Vacancies shall be filled for the unexpired term in the same manner as the
3 original appointment. The person filling the vacant office shall complete the term of his or
4 her predecessor and such partial term shall not count towards the limitation of terms.

5 **Section 4.** Any member whose term expires shall continue to serve until his or her
6 successor is appointed and qualified.

7 **Section 5.** As per Little Rock City Ordinance number 14,492, codified at Little Rock, Ark.,
8 Rev. Code ("LRC") § 2-262(c), when a member of a board or commission has missed more
9 than twenty-five percent (25%) of all regular meetings of that particular board or
10 commission in one (1) calendar year or more than three (3) consecutive regularly scheduled
11 meetings, then such person is automatically removed from such position. ~~u~~Unless, prior
12 to the next scheduled meetings of the City Board of Directors, the member submits in
13 writing his desire to remain on the board ~~of or~~ commission, then the City ~~B~~board of
14 ~~D~~irectors, by a majority vote, shall allow the member to continue to serve.

15 **ARTICLE IV. MEETINGS**

16 ~~MEETINGS-~~ **Section 1.** Official meetings of the Commission shall be held monthly, on
17 the first Wednesday of every month at 11:30 a.m., in the Sister Cities Commission
18 Conference Room, ~~2nd~~second floor, Little Rock City Hall or such other place or time as
19 designated by the Chair of the Commission. Notice shall be given as required by law.
20 Commissioners may attend regular and special meetings in person, virtually, or
21 telephonically. ~~The Commission may conduct official meetings by telephone or~~
22 ~~videoconferencing to the extent allowed by law and City of Little Rock policy.~~

23 **Section 2.** Special meetings of the Commission may be called by the Chair, or in the
24 absence of the Chair, by the Vice-Chair, or upon written request of six (6) or more
25 Commissioners. Notice of ~~a~~ special meetings shall be given as required by law ~~prescribed~~
26 ~~by the Freedom of Information Act.~~

27
28 **Section 3.** All meetings of the Commission shall be conducted according to the latest
29 revision of Roberts' Rules of Order, but it shall be necessary in any event for a quorum to
30 be present for the Commission to act. A quorum shall be ~~defined as~~ a simple majority of
31 the existing members of the Commission.

32 **Section 4.** An agenda for each regularly scheduled meeting and the minutes of the ~~last~~most
33 recent meeting(s) shall be sent to each Commission member in advance of the meeting.
34 The Chair shall approve the agenda for each meeting and additional items may be proposed

1 by any member of the Commission.

2 **Section 5.** The Commission shall act as a body in making its decisions and announcing
3 them. No Member other than the Chair, or the Vice-Chair in the event the Chair is
4 unavailable, shall speak or act for the Commission without prior authorization.

5 **Section 6.** All meetings of the Commission shall be open to the public, and notice of these
6 meetings shall be provided ~~in compliance with FOIA~~ as required by law.

7 **Section 7.** Provided there is a quorum present, a majority of those present shall be required
8 to ~~adopt~~ hear any item of business.

9 **ARTICLE V. OFFICERS**

10 ~~OFFICERS:~~ **Section 1.** The officers of the Commission shall consist of a Chair, Vice-
11 Chair, Secretary, and Treasurer, each of whom shall be elected by the Commission.

12 **Section 2.** Terms of the officers shall be for one (1) year and officers may succeed
13 themselves but an officer shall not serve in the same position for more than two (2)
14 consecutive terms.

15 **Section 3.** Elections shall be held once a year at the Commission's first regular meeting in
16 January or, should an officer position become vacant for any reason, upon the vacancy of
17 the office. The person filling the vacant office shall complete the term of his or her
18 predecessor and such partial term shall not count towards the limitation of terms.

19 **Section 4.** Every current member of the Commission shall be eligible to run for office
20 unless as otherwise prohibited by these Bylaws. Each Commissioner shall have the right
21 to propose any Commissioner, including him or herself, for any position. Upon the
22 completion of nominations, the election of the officers shall be by a simple majority vote.

23 **Section 5.** The duties of the officers shall be as follows

24 a. **CHAIR:** The Chair shall preside over all meetings of the Commission. The Chair
25 shall appoint all standing and ~~ad-hoc~~ special committees. The Chair shall have the
26 authority to call special meetings provided ~~the proper notices are~~ is given pursuant
27 to law. The Chair shall be responsible for establishing the monthly meeting agenda.
28 The Chair shall be considered an ex-officio member of all committees. The Chair
29 shall sign all approved minutes, and when authorized, other documents on behalf
30 of the Commission.

31 b. **VICE-CHAIR:** In the event of the absences of the Chair, the Vice-Chair shall
32 assume the duties of the Chair.

33 c. **SECRETARY:** The Secretary shall keep accurate records of all proceedings of
34 the Commission. Minutes of all Commission meetings shall be promptly recorded

1 and maintained and shall be open for public inspection. The Secretary shall keep
2 an accurate record of attendance. The Secretary may be assisted in the execution
3 of these duties by a member of the Mayor's or the City Manager's Staff.

- 4 d. TREASURER: The Treasurer shall keep an accurate record of all monies received
5 and disbursed by the Commission and shall draft and tender~~make~~ a monthly
6 written financial report to the Commission.

7 **ARTICLE VI. DUTIES AND POWERS**

8 ~~DUTIES AND POWERS:~~ **Section 1.** As per Little Rock Ordinance number 16,306,
9 codified at LRC §§ 22-201, et seq., the Commission shall have the following duties and
10 powers.

- 11 a. To draft a set of bylaws for such a Commission and to periodically review said
12 bylaws for any necessary changes;
13 b. To develop guidelines and a program for a Sister City relationship with other cities
14 throughout the world;
15 c. To prepare an annual report of the activities of the Commission for the City of Little
16 Rock and to compare the Commission's activities to those similar commissions in
17 comparable cities throughout the ~~Country~~country;
18 d. To develop a budget as necessary for Commission projects to be considered by the
19 Little Rock Board of Directors;
20 e. To initiate, sponsor, or conduct, alone or in conjunction with other cities or agencies,
21 public programs to further public awareness of and interest in communities
22 throughout the world emphasizing such things as the cultural, historical, and
23 economic aspects of the City's adopted sister cities;
24 f. To advise and assist the City in connection with such other activities as many be
25 referred to the Commission by the Little Rock Board of Directors;
26 g. To generally stimulate, facilitate, coordinate, and cooperate with existing
27 organizations throughout the Country for the promotion and development of Sister
28 City relationships.

29 **Section 2.** The Commission shall have the authority to create policies and procedures for
30 the Commission for the operation thereof which are not contrary to law or to these Bylaws.

31 **Section 3.** Fundraising Activities. The Commission shall have the duty to~~To~~ generally
32 stimulate, facilitate and coordinate fund-raising activities as needed to enable the
33 Commission to fulfill its duties and its purpose.

34 **ARTICLE VII. COMMITTEES**

1 **COMMITTEES:**

2 The Commission may establish committees and subcommittees and charge them with
3 such duties as the Commission deems necessary or desirable. The Commission shall not
4 delegate any of its powers to a committee or subcommittee. Every committee and
5 subcommittee shall be obligated to answer to the Commission and shall take no action of
6 its own.

7 Committees shall meet as prescribed by the Commission. The provisions of these Bylaws
8 which apply to the Commission's meetings shall also apply to govern committee and
9 subcommittee meetings.

10 ~~The Commission may include the following standing committees and other committees as~~
11 ~~deemed necessary and appropriate:~~

12 A. ~~Communications~~

13 B. ~~Economic Development~~

14 C. ~~Youth Leadership Committee~~

15 Special committees ~~or task forces~~ may be created by the Chair of the Commission. All
16 ~~Committees~~committees ~~or task forces~~ are advisory in nature and do not have the authority
17 to make final decisions on Commission policy regarding any Commission business. Such
18 decisions are reserved for the Commission itself and must be considered at a regular or
19 special meeting as defined above.

20 **ARTICLE VII.**

21 ~~**INDEMNIFICATION:** In the course of carrying out their responsibilities, Members of~~
22 ~~the Commission are immune from liability and suit for damages pursuant to the Arkansas~~
23 ~~tort immunity law which covers the City of Little Rock and its employees except to the~~
24 ~~extent the conduct of a Commissioner is adjudged to be an intentional act rather than~~
25 ~~negligence. Members of the Commission are also subject to the terms and conditions of~~
26 ~~the Arkansas Municipal League Legal Defense Program, as may be amended from time to~~
27 ~~time.~~

28 **ARTICLE ~~VIII~~X. AMENDMENTS OF BYLAWS**

29 ~~**AMENDMENTS OF BYLAWS:**~~**Section 1.** These ~~Bylaws~~ may be amended at any
30 regular business meeting of the Commission by a two-thirds (2/3) vote of the entire
31 membership, provided the amendment has been submitted in writing at the previous regular
32 business meeting, and shall become effective when approved by the Little Rock Board of
33 Directors.

34 Approved June 16, 1998, by the Little Rock Board of Directors.

~~Approved this~~ Amended June 3, 2008 3rd day of June 2008, by the Little Rock Board of
Directors. Amended _____, 2025 by the Little Rock Board of Directors.

Section 2. *Severability.* In the event any title, section, paragraph, item, sentence, clause, phrase, or
word of this resolution is declared or adjudged to be invalid or unconstitutional, such declaration or
adjudication shall not affect the remaining portions of the resolution, which shall remain in full force and
effect as if the portion so declared or adjudged invalid or unconstitutional were not originally a part of the
resolution.

Section 4. *Repealer.* All ordinances, resolutions, bylaws, and other matters inconsistent with this
resolution are hereby repealed to the extent of such inconsistency.

ADOPTED: October 6, 2025

ATTEST:

APPROVED:

Allison Segars, City Clerk

Frank Scott, Jr., Mayor

APPROVED AS TO LEGAL FORM:

Thomas M. Carpenter, City Attorney

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