



STATE OF RHODE ISLAND

HISTORICAL PRESERVATION & HERITAGE COMMISSION

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MINUTES
RHODE ISLAND HISTORICAL PRESERVATION REVIEW BOARD
October 2, 2023
9:30 am

Location:
R.I. Department of Business Regulation
560 Jefferson Boulevard, Warwick, R.I.
DBR Board Room, First Floor

I. MEMBERS PRESENT

Mr. Michael Abbott, AIA
Ms. Shantia Anderheggen
Mr. Karst Hoogeboom
Dr. Patrick Malone
Dr. Ronald Onorato, Chairman
Mr. Keith Stokes
Ms. Kate Wells
Ms. Martha Werenfels, AIA

MEMBERS ABSENT

Dr. Itohan Osayimwese
Mr. Edward F. Sanderson
Vacant (archaeologist)

STAFF PRESENT

Ms. Joanna Doherty, Deputy Director
Mr. Jeffrey Emidy, Executive Director
Ms. Sarah Zurier, Principal Architectural Historian

GUESTS

Mr. Robert Zimmer, Historic Wickford
Mr. Michael Donahue, Historic Wickford

II. AGENDA

1. Call to Order

The meeting was called to order at 9:32 A.M. by Dr. Onorato.

Dr. Onorato then welcomed the new members of the Review Board and invited all members and RIHPHC staff to introduce themselves.

2. Approval of minutes of June 5, 2023, meeting

On a motion by Ms. Werenfels, seconded by Mr. Stokes, the Review Board unanimously VOTED TO APPROVE the minutes of the June 5, 2023, meeting, without changes.

3. Deputy Director's Report

Ms. Doherty reported on activity in the National Register program and made some announcements, as follows:

- a) Summary of active and potential National Register of Historic Places nominations:
 - i. There have been no new National Register listings since the Review Board last met.
 - ii. A revised nomination for the Arctic Mill in West Warwick was recently submitted, and revised nominations for the Federal Street Historic District in Woonsocket and Copley Chambers in Providence are anticipated next month.
 - iii. Draft nominations for the Thomas Allin House in Barrington and for Roger Williams National Memorial in Providence are undergoing staff review.
 - iv. Staff continues to receive inquiries regarding potential National Register properties on a regular basis. Recent examples include a property in Little Compton, a farm in western Cranston, and a store in Smithfield.
 - v. In June, the SRB offered a preliminary opinion that the Portsmouth Camp Meeting appears to be a good candidate for the National Register. Since then, Ms. Zurier has connected the camp meeting association with a preservation graduate student at Roger Williams University, who will work on an architectural survey of the camp under the direction of Professor Elaine Stiles.
- b) Archaeology Month: October is Archaeology Month and Ms. Zurier and RIHPHC Archaeologist Ms. Charlotte Taylor have assembled a terrific slate of events, all free and open to the public. These range from hands-on activities to lectures and walking tours. The full calendar is available on our website (preservation.ri.gov/archtober).
- c) Annual Heritage Festival: Rhode Island's 45th annual Heritage Festival, organized by the RIHPHC, will take place on Saturday, October 21 from 12 - 5 pm at WaterFire Arts Center in Providence. Over 40 cultural groups and community organizations are participating and admission is free.
- d) Local historic district commission training: Rhode Island has a new law requiring members of Historic District Commissions to complete an approved 3-hour (or more)

- training program one time within two years of June 22, 2022 or within one year of a new appointment. Ms. Zurier has been working with the Division of Statewide Planning to organize a day-long workshop in Warwick on Saturday, October 28. The workshop is being led by the National Alliance of Preservation Commissions, through its Commission Assistance and Mentoring Program.
- e) Staff hiring: As many of you know, the RIHPHC has had several vacancies, which we are working to fill.
 - i. Shanna Vecchio-Schubert joined the RIHPHC about a month ago as our new Assistant Administrator, Financial Management. She worked previously as a Fiscal Analyst at the Rhode Island Senate.
 - ii. The Grants Manager position was posted, and the application period closes October 2.
 - iii. Remaining vacancies include Architectural Historian, Archaeologist, Public Information Specialist and Data Clerk/GIS.
 - f) Old State House restoration: A project to improve accessibility at the Old State House, to upgrade the electrical system, to restore public interior spaces, to add a second-floor restroom, and to rehab the Parade Grounds, among other things, will be getting underway in the next few months. The exact timing is unclear, but the project will be going out to bid soon. This work is being supported with state funds and with substantial grants from the National Park Service: a \$500,000 Save America's Treasures grant and \$750,000 through the Semiquincentennial Grants program, which supports state-owned properties associated with the founding of the United States. For much if not all of the project duration, the Old State House will be closed and RIHPHC staff will be working remotely.

Mr. Hoogeboom asked if there is a plan for the protection of the files and documents at the Old State House during the project, how long the project is expected to last, and what the total budget is. Mr. Emidy responded that items in the Old State House will be protected, the project could last from four to twelve months, and the total project cost is about \$2.15M.

Ms. Anderheggen asked if staff would be able to visit the Old State House to access files while the project is underway. Mr. Emidy responded that there will not be any access to the building for much of the project period, in part because there will be no electricity.

4. Member Training:

a) Rules and Procedures:

Review Board members were given copies of the Rules & Procedures of the Rhode Island State Historical Preservation Review Board, which were reviewed and approved by the SRB, and then adopted by the Commission in August 2020 (attached). RIHPHC staff are looking into whether they need to be approved by the National Park Service. Ms. Zurier encouraged members to review the document carefully then highlighted key aspects, including:

- i. The duties and responsibilities of the Review Board, which include:

1. providing advice, guidance, and professional recommendations to the State Historic Preservation Officer and RIHPHC in carrying out duties and responsibilities in accordance with federal and state law, and
 2. complying with the Rhode Island Open Meetings Act.
- ii. Review Board members are appointed by the RIHPHC. There may be no more than eleven members, and some must fulfill the Secretary of the Interior's Professional Qualification Standards for Historic Preservation in history, historic archaeology or prehistoric archaeology, architectural history, and historic architecture. The Review Board must also include professionals with expertise in landscape architecture or landscape history, pre-contact archaeology, and preservation planning. A quorum is a simple majority.
 - iii. Review Board members serve three-year terms until a successor is appointed; there are no term limits. Absence from three consecutive meetings is considered a "voluntary resignation." Members may be removed from the Review Board only for just cause.
 - iv. There are three officers of the Review Board, two elected (Chair and Vice Chair) and one who is appointed and serves in a non-voting capacity (Secretary). Elections are held at the April Review Board meeting.
 - v. Meetings may not be scheduled unless a majority of members can attend.
 - vi. The Rules and Procedures contain explanations of real and apparent conflicts of interest, which all Review Board members should familiarize themselves with. If a member has a real or apparent conflict of interest, they must disclose the conflict, recuse themselves, and remove themselves from the room.

Mr. Hoogeboom asked if Review Board members were required to file financial disclosure statements. Ms. Doherty was unsure but RIHPHC staff will find out.

b) Rhode Island Open Meetings Act:

Review Board members were given copies of [Rhode Island General Laws Title 42, Chapter 46](#), which concerns the Open Meetings Act, and Ms. Zurier provided an abbreviated version of the presentation from the Rhode Island Attorney General's annual Open Government Summit. Ms. Zurier explained that:

- i. The Open Meetings Act (OMA) is a Rhode Island law that gives the public the right to be present for meetings of public bodies. The law provides standards for holding meetings, as well as for the advertising, conduct, and record-keeping of these meetings.
- ii. The OMA requires public bodies to hold open meetings, to post notices of upcoming meetings, and to take and post meeting minutes.
- iii. The OMA applies whenever a quorum of a public body has a meeting.
 1. The Review Board is a public body;
 2. When the Review Board convenes to discuss and/or act upon a matter over which it has supervision, control, jurisdiction, or advisory power, that is a meeting; and
 3. The presence of a majority of the membership is a quorum.

- iv. A “rolling quorum” is a series of meetings, each less than a quorum, that collectively represent a quorum. These may occur in-person (e.g., conversations outside a posted meeting time) or even via email. If a Review Board member speaks with a non-member about an agenda item, and then the non-member speaks with a different Review Board member about the agenda item, that is also a “rolling quorum.” Rolling quorums must be avoided.
 - v. RIHPHC staff file an annual calendar of meeting dates by January 1 of each year, and file meeting agendas at least 48 hours in advance of the meetings. These items are filed electronically on the Secretary of State’s and RIHPHC’s websites.
 - 1. Review Board meeting agendas may be amended by majority vote, but new items generally may not be voted on.
 - vi. RIHPHC staff draft meeting minutes to record the date, time, and location of the meeting, as well as attendance, votes, and other relevant information. Draft minutes are posted on the Secretary of State’s website within 35 days of the meeting and final minutes are posted after they are approved by the Review Board at the following meeting.
 - vii. Review Board meetings may (but are not required to) include an open forum for public comment. Review Board members may (but are not required to) respond to public comments, and comments may be limited.
 - viii. There is a complaint process for the public to follow if they suspect a violation of the OMA.
- c) National Register of Historic Places:
- Ms. Doherty provided an overview of the National Register of Historic Places. The National Register is the official list of the nation’s historic places worthy of preservation. It was established by the National Historic Preservation Act of 1966 and is administered by the National Park Service (NPS) in partnership with State Historic Preservation Offices like the RIHPHC. Ms. Doherty explained that:
- i. Listing in the National Register is largely honorary and does not limit what a private owner using private funds may do with their property, but offers some protection when it comes to projects with federal funding, licensing or permitting.
 - ii. There are federal and state tax credits for owners/developers undertaking projects at National Register-listed properties, as long as the project follows certain preservation standards and the property is income-producing. This serves as an incentive for listing.
 - iii. Over 20,000 properties in Rhode Island are listed in the National Register, individually or as part of districts.
 - iv. In addition to being listed in the National Register, properties may be:
 - 1. designated National Historic Landmarks, a program that is managed directly by the National Park Service;
 - 2. included in the State Register of Historic Places, which was established by the Rhode Island Historic Preservation Act of 1968; and/or

3. included in local historic districts, a municipal zoning overlay that is administered at the local level and that requires project review by a local historic district commission (the RIHPHC has no oversight).
- v. A variety of resource types may be listed in the National Register: buildings, structures, sites, objects, and districts. Landscapes do not have their own category but are usually listed as sites.
- vi. To be listed, a property may be significant at the local, state or national level and must meet at least one of the National Register significance criteria:
 1. Criterion A: Property is associated with events that have made a significant contribution to the broad patterns of our history
 2. Criterion B: Property is associated with the lives of persons significant in our past
 3. Criterion C: Property embodies the distinctive characteristics of a type, period, or method of construction or represents the work of a master, or possesses high artistic values, or represents a significant and distinguishable entity whose components lack individual distinction
 4. Criterion D: Property has yielded, or is likely to yield, information important in prehistory or history
- vii. To be listed in the National Register, a property must also retain integrity, i.e., have the ability to convey its historical significance. The NPS defines seven aspects of integrity: location, design, setting, materials, workmanship, feeling and association. A National Register property need not possess all seven aspects of integrity, but should possess several.
 1. Exterior and interior integrity is considered when listing a property individually; for properties in a district, generally only exterior integrity is of concern.
 2. Properties do not need to look exactly as they did when built in order to retain integrity; some changes are acceptable and some changes, if they occurred during the period of significance, may have attained significance in their own right.
 3. Integrity and condition are not the same thing. A resource may be in poor condition, but still retain integrity.
 4. There is a lot of discussion in the preservation field about whether the way in which integrity has traditionally been evaluated, which tends to emphasize design, materials, and workmanship over other aspects, has contributed to biases in the kinds of resources that are included in the National Register. Properties associated with underrepresented or historically marginalized communities may retain less physical integrity while still conveying integrity of location, setting, feeling and association.
- viii. Certain types of properties are individually eligible for listing only if they meet National Register Criteria Considerations:
 1. Criteria Consideration A: a religious property deriving primary significance from architectural or artistic distinction or historical importance

2. Criteria Consideration B: a building or structure removed from its original location but which is significant primarily for architectural value, or which is the surviving structure most importantly associated with a historic person or event
 3. Criteria Consideration C: a birthplace or grave of a historical figure of outstanding importance if there is no appropriate site or building directly associated with his or her productive life
 4. Criteria Consideration D: a cemetery which derives its primary significance from graves of persons of transcendent importance, from age, from distinctive design features, from association with historic events
 5. Criteria Consideration E: a reconstructed building when accurately executed in a suitable environment and presented in a dignified manner as part of a restoration master plan, and when no other building or structure with the same association has survived
 6. Criteria Consideration F: a property primarily commemorative in intent if design, age, tradition, or symbolic value has invested it with its own exceptional significance
 7. Criteria Consideration G: a property achieving significance within the past 50 years if it is of exceptional importance
- ix. National Register listing may be initiated by a property owner, a municipality, a developer, or others, but owners must always be consulted. If a majority of owners object to a listing, it will not move forward.
- x. A National Register nomination is a technical document that includes a narrative description and statement of significance. They may be completed by anyone, but are most often completed by preservation consultants.
- xi. The process of listing a property in the National Register can take one to one-and-a-half years, and typically includes a staff site visit and evaluation; preliminary review by the Review Board; staff edits to the nomination; final review by the Review Board; and, the final step, review by the NPS.
1. Preliminary review by the Review Board involves a staff presentation at a Review Board meeting, followed by a non-binding vote as to whether the property appears to be a good candidate for listing.
 2. Final review by the Review Board involves a staff presentation at a Review Board meeting, followed by a vote as to whether to forward the nomination to the NPS. An affirmative vote indicates that the Review Board considers the property eligible for listing in the National Register and that the nomination is complete and accurate. The Review Board may make such a vote conditional upon certain edits being made to the nomination prior to its submission to the NPS.

Ms. Wells asked what resources are available to property owners who do not have the means to hire a preservation consultant to prepare a National Register nomination, nor the expertise to do it themselves. Ms. Doherty noted that RIHPHC staff share this concern and explained that staff can provide some assistance, and that Certified Local Government grants, which support the survey and nomination of historic properties,

are available to municipalities that have local historic district zoning. In addition, the RIHPHC actively seeks out NPS grants to address inequities in the National Register program, such as the Underrepresented Communities Grants that supported an amendment to the College Hill National Register Historic District nomination, which focused on the neighborhood's significance to people of African descent, and the multi-phase survey of sites associated with the Civil Rights movement in Rhode Island.

5. For vote:

National Register of Historic Places status of the Old Town House, Boone Street, North Kingstown

Ms. Doherty provided information on the Old Town House in North Kingstown, which was included as a contributing property in the Wickford National Register Historic District when the district was listed in 1974. The district is listed at the national level of significance.

Built on West Main Street in 1807, the Old Town House is an approximately thirty-foot-by-forty-foot, five-bays-wide-by-two-bays-deep, one-story, side-gable building with an entry (consisting of a single door set within a simple surround) centered on its primary elevation. Exterior walls are clad in wood clapboard, the roof is covered in asphalt shingles, and window openings are filled with 12/12, double-hung wood sash. On the interior, a barrel-vault roof, with framing supported by trusses from above, creates an uninterrupted space. The Old Town House was built by William Holloway, who was a shipwright as well as a house builder; the roof form may reflect his ship-building expertise.

Research indicates the Old Town House is among the oldest surviving buildings constructed as a public meeting space in Rhode Island. It served that purpose until 1887. The building was used by the Grand Army of the Republic and the Veterans of Foreign Wars into the 1930s; most recently it was owned by the Cranston-Murphy Funeral Home. The funeral home and Old Town House were on the same lot.

The Old Town House was moved from its original location to Boone Street in 2013. It remains within the boundary of the Wickford National Register Historic District. The non-profit Historic Wickford hopes to partner with the town of North Kingstown to restore the building so it can be a meeting space for organizations and a home for a town-wide historical society. The project would be funded in part by grants; specifically, local advocates hope to secure a Save America's Treasures grant from the National Park Service. Save America's Treasures grants are available to properties that are nationally significant, as demonstrated through designation as a National Historic Landmark (individually or as part of a district) or listing in the National Register at the national level of significance (individually or as part of a district). Because the Old Town House has been moved, Save America's Treasures program staff asked the Review

Board for a formal determination of whether the building remains a contributing feature to the Wickford Historic District.

According to National Register Criteria Consideration B, for a relocated building or structure to be listed individually in the National Register, it must be significant primarily for architectural value or be the only surviving structure most importantly associated with a historic person or event. Criteria Consideration B must be applied to a resource within a National Register historic district only if the property in question makes up the majority of the district or is the focal point of the district. The Wickford National Register Historic District contains nearly 600 contributing properties, including the 1707 Narragansett Church, many eighteenth-century houses, and nineteenth-century commercial blocks. The period of significance for the district is defined as the 18th, 19th and 20th centuries and areas of significance are architecture, commerce, conservation, transportation, and urban planning.

West Main Road, where the Old Town House sat, is lined with historic buildings, many set close to the street (the Old Town House was set back about 75 feet from the road). The building now sits in open lawn, near the former Wickford Elementary School and close to a playground and basketball court. When the building was moved, it was set on a new concrete foundation and elevated to address potential flooding. Since that time, some deteriorated clapboards have been replaced in kind, the asphalt roof shingles were replaced, and the window sash have been restored. No work has been done on the interior. The interior retains a significant amount of historic material and the space is much as it was when it was built (a partition wall may not be original, but is historic).

Mr. Hoogeboom asked if, when the Old Town House was built in 1807, it stood in an open area or if there were other buildings nearby. Mr. Donahue of Historic Wickford said that there are many early-nineteenth-century buildings – contemporaries of the Old Town House – on West Main Street.

Dr. Malone commented that he is not troubled by the building having been placed on an elevated foundation, given concerns about flooding. Mr. Abbott concurred.

Dr. Onorato noted that the Old Town House received a State Preservation Grant several years ago, but that the grant project was never begun. He hopes this latest effort at restoration will be more successful. He also noted that, when the town applied to the State Preservation Grant program, the Review Board opined that the Old Town House remained contributing to the Wickford National Register Historic District despite having been moved. Ms. Doherty confirmed this, but explained that the Save America's Treasures program staff require affirmation that the Review Board's opinion had not changed.

A motion to confirm that the Old Town House remains a contributing resource in

the Wickford National Register Historic District was made by Ms. Werenfels and seconded by Ms. Anderheggen. The Board voted unanimously to approve the motion.


6. Announcements

The next meeting will be held on Monday, December 4, 2023.

7. Adjourn

The meeting adjourned at 11:21 A.M.

Minutes recorded by,



Joanna M. Doherty
Deputy Director

DRAFT

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RHODE ISLAND STATE HISTORICAL PRESERVATION REVIEW BOARD

RULES AND PROCEDURES

I. Preamble

- a. In order to encourage the interest in the value of, and necessity of preserving, the historical, architectural, and cultural heritage of the State of Rhode Island and her citizens, pursuant to 54 U.S.C. § 302301(2) and R.I. Gen. Laws § 42-45-5(a)(12), these rules and procedures are proposed by the Rhode Island Historical Preservation and Heritage Commission and adopted on this 3rd day of August, 2020.

II. Name of the Board

- a. The name of this body is the Rhode Island State Historical Preservation Review Board.

III. Authority

- a. Authorization for the State Historical Preservation Review Board is provided by 54 U.S.C. § 302301(2) and R.I. Gen. Laws § 42-45-5(a)(12).
- b. The National Register of Historic Places notification and review process follows federal regulations 36 CFR 60, *et seq.* The Rhode Island State Register of Historic Places notification and review process follows state regulations 530 RICR 010-00-1, *et seq.*

IV. Definitions

- a. “Commission” means the Rhode Island Historical Preservation & Heritage Commission as established by R.I. Gen. Laws § 42-45-1, *et seq.*
- b. “Executive Director” means the Executive Director of the Rhode Island Historical Preservation & Heritage Commission, the appointed authorizing agent of the Commission.
- c. “National Register” means the National Register of Historic Places as established pursuant to the National Historic Preservation Act of 1966, as amended (54 U.S.C. § 302101, *et seq.*).
- d. “Review Board” means the Rhode Island State Historical Preservation Review Board.
- e. “SHPO” means the State Historic Preservation Officer of the State of Rhode Island, Rhode Island’s representative in matters of historic preservation to the federal government, other state governments, and other interested parties. The SHPO is appointed by the Governor.
- f. “State Register” means the Rhode Island State Register of Historic Places.

V. Duties & Responsibilities

- a. The Review Board's duties and responsibilities include the following;
 1. Providing advice, guidance, and professional recommendations to the SHPO and Commission in carrying out duties and responsibilities in accordance with 54 U.S.C. § 302303(b)(2) and R.I. Gen. Laws § 42-45-5(a)(12);
 2. Reviewing and making recommendations on National Register nomination proposals, using the National Register of Historic Places Criteria for Evaluation, and ensuring such documents are accurate, complete, and technically well prepared;
 3. Reviewing and making recommendations on State Register nomination proposals, using the State Register Criteria for evaluation in conformance with 530 RICR 010-1-1.4(C)(2), and ensuring such documents are accurate, complete, and technically well prepared;
 4. Inviting individuals from the public to offer technical expertise, contribute personal knowledge, or to share professional experience relevant to a pending nomination in addition to regular public comment and participation;
 5. Participating in the review of appeals to rejected National Register nominations;
 6. Reviewing and making recommendations for any removal from either the National Register or the State Register;
 7. From time to time, adopting interpretations or clarifications regarding the application of the National Register of Historic Places Criteria for Evaluation;
 8. Providing advice and comment about documentation submitted to the National Park Service in conjunction with the Historic Preservation Fund including end-of-the-year reports, the state comprehensive historic preservation planning process, and certain grant documentation provided by the SHPO;
 9. Complying with all provisions of the Rhode Island Open Meetings Act (R.I. Gen. Laws § 42-46, *et seq.*);
 10. Performing such other duties as may be appropriate and otherwise advising the Commission when requested.

VI. Membership

- a. The Commission shall appoint members to the Review Board.
- b. All Review Board members must demonstrate competence, interest, or knowledge in historic preservation.
- c. The Review Board voting membership shall include no more than eleven persons.

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- d. In compliance with 36 CFR § 61.4(f)(1), a minimum of six Review Board members must meet the Secretary of the Interior's (Historic Preservation) Professional Qualifications Standards. These members must include:
 1. At least one individual meeting the Secretary of the Interior's (Historic Preservation) Professional Qualifications Standards for history;
 2. At least one individual meeting the Secretary of the Interior's (Historic Preservation) Professional Qualifications Standards for historic archaeology or prehistoric archaeology;
 3. At least one individual meeting the Secretary of the Interior's (Historic Preservation) Professional Qualifications Standards for architectural history; and
 4. At least one individual meeting the Secretary of the Interior's (Historic Preservation) Professional Qualifications Standards for historical architect;unless otherwise approved by the Secretary of the Interior in accordance with 36 CFR § 61.4(f)(2).
- e. In addition, the Review Board must include at least one professional qualified in each of the following fields:
 1. landscape architecture or history;
 2. pre-contact archaeology; and
 3. preservation planning.
- f. The term of office for each Review Board member is three years, beginning on February 1 and ending on January 31 or until the expiration of the term for which the member was appointed. All members may serve after their term expires until their successors are appointed and qualified. There is no limit to the number of terms a member may serve.
- g. Of the members initially appointed after July 4, 2020, four of the members shall be appointed for a term expiring on January 31, 2021; four for a term expiring on January 31, 2022; and three for a term expiring on January 31, 2023.
- h. At the start of a new term, each member shall confirm they understand these rules and amendments by signing and dating in the spaces provided below. Signed copies may be retained by the Commission for general record keeping.
- i. The absence of a Review Board member from three consecutive meetings will constitute a voluntary resignation from the Review Board without prejudice. Any resigned individual may be reappointed as a Review Board member by vote of the Commission.
- j. Except as noted in above subsection i. no voting member may be removed from the Review Board other than for just cause.

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VII. Officers

- a. The officers of the Review Board are the Chairman, Vice-Chairman, and Secretary.
- b. The Chairman and Vice-Chairman shall be elected from and among the members by majority vote.
- c. The term of office for each Chairman and Vice-Chairman is one year. With the consent of a majority of Review Board members and the officer, the term of office may be extended for a second year without election. Elections as necessary shall be held annually at the first regularly scheduled meeting subsequent to the first day of March, or as otherwise needed.
- d. The Secretary, an ex-officio and non-voting officer, is appointed to the Review Board by the Executive Director or his/her designee. The Secretary shall not be counted towards the Review Board's quorum.
- e. The duties of the Chairman are as follows:
 1. Preside over regular and special meetings in accordance with the Rhode Island Open Meetings Act (R.I. Gen. Laws § 42-46, *et seq.*);
 2. Create meeting agendas and add items recommended by the Commission and other Review Board members and officers;
 3. Ensure that members adhere to these rules and procedures and other applicable guidelines;
 4. Make committee assignments as necessary;
 5. Assign special responsibilities to members when required; and
 6. Sign approved minutes prepared by the Secretary and submit those minutes to the Commission.
- f. The duties of the Vice-Chairman are as follows:
 1. Assist the Chairman by ensuring public attendance, exhibits, and other items newly presented to the Review Board at meetings are accounted for; and
 2. Preside at meetings and perform all those duties usually performed by the Chairman in their absence.
- g. The duties of the Secretary are as follows:
 1. Assure that accurate minutes of all meetings are properly recorded;
 2. Handle correspondence as requested by the Chairman; and

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3. Schedule and arrange locations for Review Board meetings.

- h. If the Chairman and the Vice-Chairman are not in attendance at a meeting, those members present shall, by majority vote of present voting members, elect a Temporary Chairman.

VIII. Meetings

IX. The Review Board shall meet a minimum of three times within a calendar year. Additional meetings may be held as necessary to complete its work in a timely fashion but no meeting may be scheduled unless a majority (half of the members plus one) of the membership is planning to attend. Emergency meetings may be called by the Chairman only with notice of ten working days before the intended meeting.

X. All meetings must be made open to the public for participation. All Review Board meetings must comply with the Rhode Island Open Meetings Act (R.I. Gen. Laws § 42-46, *et seq.*).

XI. Notwithstanding subsection b. above, remote meetings may be held pursuant to any orders or directives given by the offices of the Governor or the Attorney General.

XII. Members are expected to notify the SHPO and the Secretary if they expect they cannot attend a meeting.

XIII. Compensation

- a. Review Board members shall serve without compensation but may be reimbursed for their documented reasonable actual expenses necessarily incurred in the performance of their duties.

XIV. Conflict of Interest

- a. In this section:

1. “HPF” means Historic Preservation Fund.

2. “Person” means Review Board members, their employees, agents, and family members.

3. A “real 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.

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4. 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 Review Board.
- b. In compliance with R.I. Gen. Laws § 36-14-5 and the Historic Preservation Fund Grants Manual, Chapter 3, Section C:
1. No person may participate through approval, disapproval, recommendation, or other decision concerning any National Register nomination, State Register nomination, or review and compliance case if such a real or apparent conflict exists.
 2. No person may 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.
 3. No person may engage in outside employment or have a direct or indirect financial interest that conflict or would appear to conflict with the fair, impartial, and objective performance of assigned duties and responsibilities for administration of the Historic Preservation Fund program.
 4. No person may solicit nor accept gratuities, favors, or anything of monetary value from contractors, potential contractors, or parties to potential or actual HPF grant awards or associated with a National or State Register nomination.
 5. 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 presentation 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 himself/herself.
 6. When any person is involved in nonvoting situations 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

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brought to resolution. Those in a position to make a decision must be fully informed as to the possible interest of the persons involved.

- c. Any document memorializing a real or apparent conflict of interest shall be submitted to the Commission.

XI. Amendments

- a. These rules and procedures may be amended by approval of the Commission, provided that the amendment is submitted in writing to each member and to the SHPO no less than thirty days prior to the meeting at which the amendment is to be considered and is approved for proposal at any meeting by a vote of two-thirds majority of the total number of members present.

SIGNATURE

DATE