



RESOLUTION No. 2-2022

A RESOLUTION OF THE MILWAUKIE REDEVELOPMENT COMMISSION, ADOPTING THE MILWAUKIE REDEVELOPMENT COMMISSION COMMUNITY ADVISORY COMMITTEE BYLAWS.

WHEREAS the bylaws of the Milwaukie Redevelopment Commission (MRC) established the Milwaukie Redevelopment Commission Community Advisory Committee (MRCCAC); and

WHEREAS the MRC appointed members to the MRCCAC on March 9, 2021, with the adoption of Resolution 2-2021; and

WHEREAS the MRCCAC has developed bylaws to provide for operational consistency, which have been submitted to the MRC for consideration.

Now, Therefore, be it Resolved by the MRC that the bylaws of the MRCCAC, attached as Exhibit A to this resolution, are adopted.

Introduced and adopted by the MRC on **February 8, 2022**.

This resolution is effective immediately.



Mark F. Gamba, Commission Chair

ATTEST:

APPROVED AS TO FORM:



Scott S. Stauffer, City Recorder



Justin D. Gericke, City Attorney

Milwaukie Redevelopment Commission Community Advisory Committee

BYLAWS

Adopted by MRCCAC on 7/22/201

ARTICLE I – NAME

The name of this committee is the Milwaukie Redevelopment Commission Community Advisory Committee (MRCCAC).

ARTICLE II – PURPOSE & AUTHORITY

- A. **Purpose.** The purpose of the Committee is to advise the Milwaukie Redevelopment Commissions in decisions regarding implementation of Milwaukie's Urban Renewal Plan.
- B. **Authority.** The MRCCAC is authorized by Milwaukie Redevelopment Commission Resolution [No. 2-2021](#) which was adopted on March 9, 2021.

ARTICLE III – MEMBERSHIP

- A. **Membership.** The Committee consists of up to 9 voting members. Committee membership strives for representation from the following categories:
- Property owners or business owners from within the URA
 - Residents from within the URA
 - Persons with extensive knowledge of finance, accounting or economics
 - Persons with extensive knowledge of real estate, development or land use planning
 - Persons with extensive knowledge of affordable housing development or programs
 - Persons with extensive knowledge of public services, utilities, or infrastructure
 - A member of the MRC, who will be the chair of the committee
 - An ex-officio member from Clackamas Fire District #1.
 - An ex-officio member from North Clackamas Parks and Recreation District (NCPRD)
- B. **Appointment.** As outlined in the bylaws of the Milwaukie Redevelopment Commission (MRC), CAC members are appointed by the MRC. As outlined in MMC 2.10.040 and in the city's Code of Conduct for Board and Committee Members, Committee members serve at the pleasure of the MRC.
- C. **Term of Office.** Committee member terms shall not exceed three years and members may serve no more than two consecutive full terms except that the initial members of the committee may serve three consecutive terms to allow for the establishment of a staggered terms. Current committee members may be reappointed to the committee as long as they do not exceed the established term limits for the committee.
- D. **Vacancies.** If a Committee member resigns or otherwise vacates their position, the MRC will fill the vacancy in the same manner as the original appointment. Member resignations should be submitted in writing to the chair and staff liaison.
- E. **Code of Conduct.** To ensure the city's boards and committees operate in an efficient, consistent, and orderly manner, and that committee members comply with Oregon's public

meetings and records laws, the MRC adopted a Code of Conduct for Board and Committee Members. Committee members are expected to review, sign, understand, and abide by the Code of Conduct.

ARTICLE IV – MEETINGS

- A. Open Meetings.** All committee meetings are public meetings as set forth by Oregon's Public Meetings Laws, Oregon Revised Statute (ORS) Chapter 192.
- B. Meeting Conduct.** Committee meetings will be conducted efficiently and transparently as outlined in these bylaws, the MMC, relevant state and federal laws, and by the city's Code of Conduct for Board and Committee Members. Where these bylaws or other city guides do not provide direction, the most recent edition of Robert's Rules of Order will be followed.
- C. Regular Schedule.** The committee will hold meetings as determined by the MRC or the chair and staff liaison. The frequency of the meetings will change depending on the workload of the MRC.
- D. Attendance & Absences.** Committee members are expected to attend all meetings, events, and activities of the committee. As outlined in the MMC and Code of Conduct, if a member fails to regularly attend meetings, the member may be removed from the committee through the process outlined in the Code of Conduct.
- 1. Absences.** If a committee member is unable to attend a meeting, it is the member's responsibility to inform the chair and staff liaison before the meeting.
- E. Quorum & Related Matters.** For the purposes of conducting committee business, including holding official meetings, a majority, or quorum, is fifty-one percent of the voting membership of the committee.
- 1. Lack of Quorum.** If there is no quorum of committee members within 15 minutes following the scheduled start time of a meeting, the meeting is cancelled. If the chair or staff liaison knows that a quorum will not be present at the meeting, they will notify the committee members before the meeting about the cancellation.
 - 2. Rescheduling Agenda Items.** If a meeting is canceled due to a lack of a quorum, all agenda items that were scheduled for the cancelled meeting will automatically be placed on the next regularly scheduled meeting agenda unless the chair or staff liaison determines that a special meeting is needed to address the items. The staff liaison will ensure that the required public meeting notices will be posted for the next meeting.
- F. Agenda Order.** The chair and the staff liaison will coordinate and arrange the meeting items as necessary to achieve an orderly and efficient meeting. In general, the order of business will be as follows:
1. Call to Order
 2. Announcements
 3. Approval of Minutes
 4. Community Comments
 5. Business Items
 6. Committee Member Reports
 7. Adjournment
- G. Adjournment Time.** Committee meetings will last no longer than two hours. However, by majority vote of the members present the adjournment time may be extended.
- H. Voting.** All Board/Committee members who are present at a meeting, including the chair and officers, are allotted one vote each on all motions. The concurrence of a majority of the whole

committee present shall be required to determine any matter before the committee. In the case of a tie vote, the chair will vote to break the tie. When a vote is taken all members must vote unless a member abstains from voting and cites the reason for abstaining for the record. The board/committee secretary or staff liaison will call the roll.

- I. **Motions & Related Matters.** Any committee member may make a motion. A motion needs a second to be considered, otherwise it fails.
 1. **Reconsideration of Actions Taken.** A committee member who voted with the majority may move for a reconsideration of an action at the same meeting only. The second of a motion may be a member of the minority. Once a matter has been reconsidered, no motion for further reconsideration may be made without unanimous consent of the Committee.
- J. **Minutes & Related Matters.** The written and approved meeting minutes are the official record of the meeting.
 1. **Preparing the Minutes.** The committee secretary or city staff will be present at each meeting and will provide written minutes. Written minutes should not be a verbatim transcript but should give a true reflection of the matters discussed at the meeting and the views of the participants. The written minutes must include at least the following information:
 - a. The date, time, location of the meeting;
 - b. Names of the Committee members present;
 - c. All motions and proposals;
 - d. The results of all votes;
 - e. The substance of any discussion on any matters; and,
 - f. A reference to any document discussed at the meeting.
 2. **Recordings.** As allowed by state law, all public meetings may be recorded by the city, committee, or the public. It will be at the discretion of city staff if an official audio, video, or digital recording of the meeting is created, and if the meeting video is broadcast or streamed live.
 3. **Posting & Approval.** The staff liaison will make the draft written meeting minutes available to the public within a reasonable time after the meeting. The committee will review and vote upon the minutes at its next meeting after the minutes have been written. Approved minutes will be posted on the city's website and retain permanently as required by Oregon Administrative Rule (OAR) 166-200-0235(5)(a).

ARTICLE V – OFFICERS & ASSIGNED DUTIES

- A. **Officers.** The officers of the Committee will consist of a chair and vice chair. The Chair is appointed by the MRC. The vice chair is nominated and appointed by the committee. The Committee may also choose to establish to nominate a Secretary or other positions as needed.
- B. **Duties of the Chair.** The chair will preside and preserve the order of Committee meetings, review agendas and confer on business with the staff liaison and sign all documents memorializing committee actions. The chair will set reasonable time limits for community comments and testimony. The chair will only vote in the event of a tie. The chair must be a member of the MRC.
- C. **Duties of the Vice Chair.** If the chair is absent or otherwise disqualified from serving, the vice chair will perform all duties and be subject to all the responsibilities of the chair. If both the

chair and vice chair are absent from a meeting, the remaining members present will elect an acting chair for that meeting.

D. Duties of Committee Members. The role of a committee member is to participate in the committee's work and activities as assigned by the MRC by attending meetings and events and participating in discussions and decisions. As outlined in the city's Code of Conduct, committee members must behave in an appropriate manner when performing their duties as committee members in-person and in written or digital communications.

1. **Meeting Preparation.** Committee members must prepare for participation at a meeting by fully reviewing the staff report and any materials provided by city staff.
2. **Site Visits.** Before committee meetings, members are encouraged to visit sites that are subjects for design review actions. If a committee member visits a site, the member will report on the record any information gained from the site visit that is not consistent with the information included in the application or staff report.
3. **Compensation.** Committee members will receive no compensation for their service. However, the city may reimburse a member for an authorized expense.
4. **Conflicts of Interest.** In accordance with ORS 244.120, a member of the committee may not participate in any committee proceeding in which any of the following persons or businesses have a direct or substantial financial interest:
 - i. The committee member or the spouse, brother, sister, child, parent, father-in-law, or mother-in-law of the committee member;
 - ii. Any business in which the committee member is then serving or has served within the previous two years; or
 - iii. Any business with which the committee member is negotiating for or has an arrangement or understanding concerning prospective partnership or employment.
 - iv. A member must disclose any actual or potential interest at the meeting of the committee where the action is being taken.

E. Duties of City Staff. The city will assign a staff liaison to the Committee and, as appropriate and available, will assign administrative staff to support the committee. Staff liaisons will act as the Committee's primary point of contact for committee members, city staff, and the general public. Staff will ensure that the committee's meetings are held in accordance with state public meeting laws and will support the committee's activities.

1. **Orientation of New Members.** When new committee members are appointed, the staff liaison and chair will provide an orientation to the new members as necessary. In addition, city staff may provide other training opportunities to committee members.
2. **Committee Manual.** For the efficient documentation of the committee's operations, city staff may compile and maintain a committee manual.

F. Subcommittees & Other Committees. The committee may find it necessary to form subcommittees to investigate areas relevant to the committee's purpose. The committee may identify members to serve on select subcommittees. A majority of the members will need to consent to the formation and membership of a subcommittee. When requested by the MRC, city staff, or other city boards and committees, the committee may select members to serve as a committee representative on another committee.

G. Amendments. Bylaws amendments may be proposed by a majority of the CAC and must be approved by the MRC.