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CLACKAMAS COUNTY COMMUNITY ACTION BOARD  
BYLAWS

**Article I - Name**

This board shall be known as the Clackamas County Community Action Board (“CAB”) and shall operate under the authority of the Board of County Commissioners, as the advisory body working with the Clackamas County Community Action Agency (“CAA”).

**Article II - Purpose**

The purpose of the CAB is to advise the CAA on ways to: mobilize human and financial resources at the local, State, and Federal levels to benefit disadvantaged persons and maximize their opportunity for self-sufficiency; to minimize the causes and conditions of poverty; to cooperate with other persons and organizations interested in community betterment; and to advocate for institutional change to reduce the conditions of poverty. CAB members are thus expected to become knowledgeable of CAA programs and local, state, and national issues pertaining to poverty.

**Article III – CAB Functions**

Subject to the advice and consent of the Board of County Commissioners and Federal and State regulations, the CAB shall:

- 1) Advocate on behalf of low-income people with public and private organizations.
- 2) Participate in the final selection of the Executive Director of the CAA.
- 3) Advise on overall program plans and priorities for the CAA with final approval by the Board of County Commissioners.
- 4) Recommend approval of CAA program proposals and budgets.
- 5) Determine the policies and rules of procedure for the CAB and Board committees.
- 6) Select officers of the CAB and the Executive Committee.
- 7) Grant leaves of absence to the Board members in justifiable cases.

- 8) Participate in the development and implementation of the Community Needs Assessment and Strategic Plan.
- 9) Recruit new board members.
- 10) Participate in the orientation of new board members.
- 11) Review adherence to Community Services Block Grant (CSBG) Organizational Standards.

## **Article IV - Board Membership**

**SECTION 4.1 - CAB Structure:** The CAB shall consist of a minimum of nine (9) members as follows:

- A. A minimum of one-third shall be representative of the sector of people who have low incomes who are selected in adherence to the process as outlined in Appendix A;
- B. One- third shall be elected officials currently holding office, or their representatives.
- C. The remainder of the members shall be representatives of business, industry, labor, religious, private, educational, or other private sector organizations.

Members of the Board shall be elected in a manner to assure that they speak and act on behalf of the group or organization which they represent.

**SECTION 4.2 - Alternates:** Each CAB member may have an alternate chosen in the same manner as the members. In the absence of the Board member, the alternate shall have all the powers and responsibilities of the Board member; provided, however, that an alternate shall not serve as a Board officer or committee chairperson.

**SECTION 4.3 - Appointment:** The appointment of members of the Community Action Board shall be by the Board of County Commissioners upon recommendation by the CAB.

**SECTION 4.4 - Terms of Office:** Low-income and private sector representatives shall serve for a term of three (3) years and may be reappointed. Public officials, or their representatives, serve at the pleasure of the Board of County Commissioners and as long as the public official is currently holding office.

**SECTION 4.5 – Absences:** Two unexcused consecutive absences from regularly scheduled meetings of the Board shall require Board review of the membership status of the absent member.

**SECTION 4.6 – Vacancies:** After consideration of the recommendations of the Executive Committee, the CAB shall recommend to the Board of County Commissioners at least one qualified candidate for appointment, or reappointment to each vacant position.

**SECTION 4.7 - Conflict of interest:** No employee of the Clackamas County Social Services Division or of Oregon Housing and Community Services may serve on the Board. No person may serve on the Board who is an employee of, or has a financial interest in, any organization which receives funds under contract with Clackamas County Social Services.

## **Article V - Meetings**

SECTION 5.1 – Quorum: Fifty percent (50) of the total filled seats of the CAB, Executive Committee, or any committee of a standing or ad hoc nature must be present to transact business at any special or regularly scheduled meeting. If a quorum of the CAB is not present at a regular or special meeting, a quorum of the Executive Committee shall enact only items of business on which action is mandatory.

SECTION 5.2 - Regular Meetings: The CAB shall establish a regular monthly meeting date, time and place to be designated by the CAB or the Executive Committee. Notice and agenda for CAB meetings shall be sent to all Board members not less than five (5) calendar days in advance of the scheduled meeting date.

SECTION 5.3 - Special Meetings: Special meetings of the CAB may be called by the Chairperson, or upon the written request of any five (5) members of the CAB, provided each member has at least two (2) calendar days advance notice of the time and place of the meeting.

SECTION 5.4 - General Rules: The principles of Robert's Rules of Order shall govern all CAB and committee meetings in all cases in which they do not conflict with these Bylaws. All meetings of the CAB and committees of the CAB shall be open to the public, except as closed Executive Sessions are needed. Each member shall have one vote. Proxy votes shall not be permitted under any circumstances. The chairperson shall provide opportunity for comment from the public on each agenda item considered by the Board.

### **Article V1 - Officers of the Community Action Board**

SECTION 6.1 – Officers: Officers of the CAB shall be as follows:

- (1) A Chairperson who shall preside over all meetings of the CAB and exercise overall responsibility for the supervision of all Board activities.
- (2) A Vice-Chairperson who shall perform and/or share all the duties of the Chairperson.
- (3) Member-at-large. In the event of more than one member of the CAB expressing an interest in serving on the CAB Executive Committee as an Officer of the CAB representing the member-at-large, two candidates, but not more than two, can be elected to serve as the member-at-large.
- (4) Joint Advocacy Committee Representative: One member of the CAB shall serve on the Joint Advocacy committee to provide representation for the interests of low-income individuals and families. That individual may be nominated or may volunteer with the agreement of a simple majority vote of the CAB. The term of service shall be for one (1) year and will include regular reports back to CAB on the activities of that group.

SECTION 6.2 - Term of Office: Each officer shall serve a one-year term of office and may be reelected, but may not serve more than two (2) consecutive terms in any one office.

SECTION 6.3 - Elections: Officers shall be elected annually at the December meeting and assume office in January. A slate will be nominated by the Executive Committee, either directly, or through the creation of a special committee. Nominations will also be accepted from the floor.

SECTION 6.4 - Recall and Vacancies: In the event a vacancy occurs in any office of the CAB or Executive Committee, an election shall be held at the next succeeding regular meeting to fill the

vacancy for the remainder of the term. A motion to recall an officer must be approved by a simple majority vote of the total filled seats of the CAB at any regular or special meeting called for this purpose.

### **Article VII - Committees**

SECTION 7.1 - Standing Committees: The only standing committee for the CAB shall be the Executive Committee which shall also have lead authority for responsibilities enumerated in Article 11. It shall be the prerogative of the Chairperson and/or the CAB to create any committee as needed. The Chairperson of the CAB shall appoint committee membership. Any member of a CAB committee shall have one vote.

SECTION 7.2 - Executive Committee: shall be composed of the officers of the CAB as set forth in Article VI, Section 6.1. The Executive Committee shall:

- (1) Meet on call of the Chairperson.
- (2) Transact business between meetings of the full Board.
- (3) Plan an agenda for each Board meeting.
- (4) Report on the actions it takes between meetings at the next meeting of the full Board.
- (5) Recommend policies and advocacy actions to the full Board.
- (6) Act as Nominating Committee

### **Article VIII - Amendments to Bylaws**

Bylaws may be amended at any meeting of the CAB by the majority of the members present at a meeting duly called for the purpose; provided that notice of such a meeting, together with a copy of such proposed amendment or amendments, shall be sent to each member of the Board (10) days prior to the meeting. No amendment may be adopted without the prior written notice having first been given to the Board of Clackamas County Commissioners.