

Holcomb-Outlook CPO Bylaws July 9, 2014

ARTICLE I

Name

Section 1. NAME: The name of the organization shall be the Holcomb-Outlook Community Planning Organization (CPO).

ARTICLE II

Purpose and Goal

The purpose and goal of the Holcomb-Outlook Community Planning Organization is to serve the residents within its boundaries in matters concerning community development, land use and community issues in general, and more specifically:

- A. To bring together persons sharing concerns for the neighborhood's interests and environment.
- B. Through public meetings, to inform citizens in the community on all proposed developments or changes in land use that could affect the area.
- C. To organize the citizens in the area to advise on our desired policies for land use; such as, zoning, conditional use permits, agricultural, residential, and/or industrial and commercial development.
- D. To aid the community in preserving and enhancing the existing natural environment.
- E. To provide a vehicle for communication with public and governmental agencies on matters of concern to the community.

ARTICLE III

Boundaries and Membership

Section 1. BOUNDARIES. The boundary of the Holcomb -Outlook CPO shall be as identified in the latest approved Clackamas County CPO boundary map, excluding any areas annexed by the city of Oregon City. A map defining those boundaries is attached hereto as Exhibit "A" and incorporated into these bylaws by this reference. These boundaries take into account natural boundaries, commercial patterns, community organizations and historic factors.

Section 2. MEMBERSHIP. Membership in the CPO shall be open to anyone who is a resident of the recognized area, a property owner within the recognized area, or a designated representative of a business, corporation, or trust within the recognized area. Membership shall not be limited by race, creed, color, sex, age, heritage, national origin or income. Membership will be granted upon signing the official membership/attendance register. All new members signing up will be required to show proof of eligibility. Participation is by individual initiative rather than by governmental invitation. The CPO is participatory rather than appointive.

ARTICLE IV

Meetings and Records

Section 1. CONVENE: General Membership Meetings: Regular general membership meetings will be held on the second Wednesday of every month to conduct CPO business. If there is no business to come before the membership, the Vice-President will contact the area representatives to inform them.

Section 2. NOTICE: Notice of Meetings will be posted in at least three different public venues at least 48 hours prior to the meeting. The time and location shall be determined by the CPO. Notice of all meetings shall comply with ORS 192.640 of the Oregon Public Meetings Law. Minutes of all meetings shall be kept and shall be available for public inspection as required by ORS 192.650 of the Oregon Public Meetings Law. A copy of all meeting minutes shall be provided to the County Public and Government Relations Office.

Section 3. QUORUM: Meetings of the membership shall require a quorum consisting of five (5) voting members, including two (2) officers.

Section 4. HEARING PROCESS AND PROCEDURE. The principles of parliamentary rules of procedures such as Robert's Rules of Order shall govern proceedings at any meeting of the CPO. The Chair shall be guided by these principles in deciding any procedural questions. The Chair's decision on procedural matters may be overruled by a majority of the members voting on the question. The CPO may establish a more detailed hearing procedure to provide for an orderly process for holding a public hearing. All meetings shall comply with the Oregon Public Meeting Law.

Section 5. RECORDS. All records of the CPO are public records and shall be subject to disclosure, except as may exempt from disclosure under the Oregon Public Records law.

ARTICLE V

Voting

Section 1. To vote in any election or on any item, a member must comply with the membership qualifications, be of legal voting age, and have registered at one previous meeting during the past twelve months. There shall be only one representative vote per business or trust in the area.

Section 2. Actions of the CPO shall be by majority vote of voting membership present at any regular or special meeting for which proper public notice is given and at which a quorum is present. The vote of each member shall be recorded by name unless more than 25 members vote. The results of the voting shall be reported numerically and become part of the minutes.

Section 3. In cases where response deadlines preclude action at a regular or special meeting, the CPO may delegate responsibility for taking action to the Board. Actions shall be taken at a public meeting with proper notice.

ARTICLE VI

Board of Directors

Section 1. COMPOSITION: The Board of Directors shall consist of a total of five members: three officers and two board members elected at large.

Section 2. OFFICERS: Shall consist of President, Vice-President, and Secretary/Treasurer. The CPO shall provide the County Public and Government Relations Office with a current list of officers.

- A. President - Presides at all meetings and may represent the organization in all matters involving the CPO.
- B. Vice-President - Will perform the duties of the President in his/her absence, and otherwise aids in organizational activities.
- C. Secretary/Treasurer - Will keep minutes and attendance records of all meetings, submit minutes to Clackamas County at least twice a calendar year, keep a file of all association correspondence and records for public inspections, and will serve as treasurer as needed by recording funds, if any, of the association.

Section 3. BOARD MEMBERS: Shall consist of two (2) members who represent geographic areas within the boundaries of the CPO.

Section 4. TERMS OF OFFICE: The term of office for each officer and board member will be for one (1) year; however, the officer or board member shall continue to serve until a successor is elected or appointed to that office.

Section 5. ELECTIONS: Officers and board members shall be nominated at the first organizational meeting, and in June of each year thereafter. Elections are to take place the following month. Members shall assume their duties immediately upon election to office. All members are eligible for election to officer positions. The Chairperson shall not vote for an officer except in the event of a tie when the Chairperson shall cast the deciding vote.

Section 6. VACANCIES . A vacancy occurs when an officer or representative dies, resigns, is removed, or has more than two (2) unexcused absences from meetings in a calendar year. A vacancy shall be filled by appointment of the board of directors and ratification of the general membership in attendance at a public meeting with proper notice with a quorum. The person appointed to fill the vacancy shall serve the remainder of the unexpired term.

Section 7. NOMINATING COMMITTEE. A Nominating Committee shall be appointed by the President at least thirty (30) days prior to the annual election meeting. This committee shall present its recommended list of candidates at the annual meeting. Nominations may also be made from the floor.

ARTICLE VII

Financial Obligation

No members shall obligate the organization for any expense not authorized by a majority vote at a general membership meeting at which a quorum is present.

ARTICLE VIII

Amendments

Section 1. These bylaws may be amended by a two-thirds vote of the membership at a general membership meeting at which a quorum is present, providing that the proposed amendment has been read and approved at the general membership meeting, and the proposed amendment has been published in the minutes prior to adoption of the amendment at the following meeting.

Section 2. Proposed amendments shall be submitted to the County Counsel for approval. Upon approval of the County Counsel the proposed amendments shall not be in effect until approved by the Board of County Commissioners and their approval has been communicated back to the Chairperson.

Section 3. The amended bylaws shall supersede all previous bylaws and become the governing rules for the CPO. To be eligible to vote for any amendment, a member must

have been previously registered in attendance to at least one (1) meeting during the previous twelve (12) months.

ARTICLE IX

Dissolution

Section 1. The CPO shall be considered inactive if it fails to meet the requirements of these bylaws. An inactive CPO shall be dissolved and will no longer be recognized by the Board of County Commissioners. Should the CPO be dissolved, disbursement of the CPO's funds, if any, shall be to a non-profit organization, preferably within the CPO area, to be selected by the CPO membership in attendance at the final meeting. Funds provided to the CPO by the County shall be returned to the County upon dissolution of the CPO.