

# **DRAFT**

## **COTTRELL COMMUNITY PLANNING ORGANIZATION BYLAWS**

### **ARTICLE I**

**Section 1. NAME.** The name of the organization shall be the Cottrell Community Planning Organization. (Referred to herein as the CCPO).

### **ARTICLE II**

**Section 1. BOUNDARIES.** The boundaries of the CCPO shall be the same as those established by Clackamas County. 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. DESCRIPTION.** Cottrell is a diverse community of rural residences, production agriculture and home based businesses. The area includes one elementary school.

### **ARTICLE III**

**Section 1. PURPOSE.** The purpose of the CCPO is to serve the residents within the boundaries of the CCPO in matters concerning community development, land use and community issues in general.

**Section 2. GOALS.** The goals of the CCPO are as follows:

- a. Involve area residents in the land use and community planning processes, as required by Oregon's Statewide Planning Goal 1: Citizen Involvement.
- b. Provide a line of communication between area residents and the Board of County Commissioners, the Planning Commission and other public bodies.
- c. Act as an advisory body to the Board of County Commissioners, the Planning Commission and the Planning Division on matters affecting areas within the boundaries of the CCPO.
- d. Assist County with fulfilling the citizen involvement goals provided for in the Clackamas County Comprehensive Plan.
- e. Take such action as necessary by speaking out as a non-partisan group in support of the CCPO's objectives.

## ARTICLE IV

**Section 1. MEMBERSHIP.** Membership in the CCPO 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 and participation in a CPO shall not be conditional upon the payment of dues or other mandatory fees. Such dues or fees may be collected on a voluntary basis only. 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 CCPO is participatory rather than appointive.

**Section 2. VOTING.** To vote in any election or on any item, a member must be:

- A. Comply with the membership qualifications;
- B. Be of legal voting age;
- C. Have registered at one previous meeting during the past twelve months.
- D. Action of the CPO shall be by a 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.

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

## ARTICLE V

### Section 1. BOARD OF DIRECTORS.

**a. The Board of Directors shall consist of seven members.** The elected officers (as per Article 5 Section 7) and three elected board members, all members of the organization as follows: (Should the attendance of the membership at three consecutive regular meetings fall below 15, than the CCPO by a simple majority vote may choose to reduce the number of Board members.)

**Section 2. OFFICERS.** The officers of the CCPO shall include the following:

- a. Chairperson
- b. Vice-Chairperson

c. Secretary

d. Treasurer

The CCPO may choose to elect a Secretary/Treasurer instead of separate Secretary and Treasurer at its annual meeting. The CCPO shall provide the County Public and Government Relations Office with a current list of officers.

**Section 3. SELECTION OF OFFICERS.** The first election shall be held at the first meeting of the CCPO. After the first election, the election of officers of the CCPO shall be held in conjunction with the annual meeting. 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 4. TERM OF OFFICE.** The term of office for all officers shall be one (1) year, however, the officer shall continue to serve until a successor is elected or appointed to that office.

**Section 5. VACANCIES.** A vacancy occurs when an officer dies, resigns, is removed, or has more than two (2) unexcused absences from meetings. A vacancy shall be filled by appointment by the Chairperson. The person appointed to fill the vacancy shall serve the remainder of the unexpired term and until a successor is elected or appointed to that office.

**Section 6. NOMINATING COMMITTEE.** A Nominating Committee may be appointed by the Chairperson at least thirty (30) days prior to the annual meeting. This committee shall present its recommended list of candidates at the annual meeting. Nominations may also be made from the floor. If possible there shall be at least two (2) people nominated for each office. No person may be confirmed as a nominee without the permission of the nominated person.

**Section 7. DUTIES OF THE OFFICERS.** The duties of each officer is as follows:

a. Chairperson: The Chairperson shall preside over all meetings of the CCPO and shall co-sign for all authorized expenditures, appoint committee heads and have the responsibility of the performance of such duties as prescribed in these bylaws. The Chairperson shall act as an ex-officio member of all committees.

b. Vice-Chairperson: The Vice-Chairperson shall aid the Chairperson and perform the duties of the Chairperson in his/her absence or disability. The Vice-Chairperson may also co-sign for authorized expenditures in the event the Chairperson or Treasurer is absent.

c. Secretary: The Secretary shall keep accurate records of all meetings of the CCPO. The minutes shall be made available to any member or the public as required by the Oregon Public Records and Meetings Law. The Secretary shall handle all correspondence of the

CCPO. The Secretary shall be responsible to maintain the membership registry required by these bylaws.

d. Treasurer: The Treasurer shall maintain an accurate record of all income and expenses of the CCPO and co-sign authorized expenditures. The Treasurer may maintain a bank account, if applicable, and present a statement of account at every meeting. The Treasurer's records shall be made available to any member or the public as required by the Oregon Public Records Law.

e. Board Members: Three elected members who shall be elected at large from willing, qualified nominees.

f. Board of Directors Terms: All Board member terms shall be two years, with the exception of the first Board, wherein one half of the Board plus one, shall serve two year terms and one half of the Board less one, shall serve one year terms. The directors elected to hold offices shall be the directors to hold one year terms and the Board members at large shall hold two year terms.

## **ARTICLE VI**

**Section 1. MEETINGS.** Meetings of the CCPO shall be held in accordance with the Oregon Public Meetings Laws. Meetings shall be held no less than twice per year, with the annual meeting being held once per year for the purpose of electing officers and such other business as deemed necessary. The Chairperson may call special meetings at any time with proper notice, upon the request of two (2) board members or any ten (10) members of the CCPO. The time and location shall be determined by the CCPO. 7-14 days Notice of all meetings shall be provided as required by 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 2. QUORUM.** A quorum consists of five (5) voting members of the CCPO, of which at least two (2) are officers. A quorum shall be present at a meeting in order for the CCPO to transact business.

**Section 3. RECORDS.** All records of the CCPO shall be subject to disclosure except as allowed by exemptions of the Oregon Public Records Law.

## **ARTICLE VII**

**Section 1. 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 CCPO. 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 CCPO 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 Meetings Law.

## **ARTICLE VIII**

**Section 1. COMMITTEES.** The CCPO may create committees as required to promote the purposes and objectives of the CCPO. A chairperson for each committee shall be selected by the CCPO Chairperson.

## **ARTICLE IX**

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

## **ARTICLE X**

**Section 1. AMENDMENTS.** These by laws may be amended. Proposed amendments shall be submitted to the County Counsel for approval. Upon approval of the County Counsel, the proposed amendments shall be approved by the members of the CCPO with a two-thirds majority of eligible voters present at the time of the vote. However, the amendments shall not be in effect until approved by the Board of County Commissioners and approved as to form by County Counsel and that approval has been communicated back to the Chairperson.

The amended bylaws shall supersede all previous bylaws and become the governing rules for the CCPO. To be eligible to vote for any amendment, a member must have been previously registered in attendance to at least one meeting during the previous twelve (12) months.

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The CCPO does not discriminate against individuals or groups based on race, religion, color, sex, age, disability, national origin, income, or political affiliation in any of its policies, recommendations or actions.