

# Molalla Community Planning Organization Bylaws May 2011

## ARTICLE I

**Section I. NAME.** The name of the organization shall be the Molalla Community Planning Organization (Referred to herein as the Molalla CPO).

## ARTICLE II

**Section 1. BOUNDARIES.** The boundary of the Molalla CPO shall be as identified in the latest approved Clackamas County CPO boundary map.

## ARTICLE III

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

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

- a. To involve area residents in the land use and community planning processes, as required by Oregon's Statewide Planning Goal 1: Citizen Involvement.
- b. To inform citizens through public meetings of proposed developments or changes in land use that might affect the area and to provide an opportunity for citizen input.
- c. To provide area residents with an organized two-way line of communication with public agencies and governmental organizations.
- d. To develop planning proposals with respect to land use, zoning, parks, resources, open space and recreation, annexation, housing, community

facilities, transportation and traffic, community services, and other factors affecting the livability of the area within the boundaries of the CPO.

- e. To protect the character of the area by maintaining a vigilant posture to sustain a safe, healthful and pleasant quality of life.
- f. To take such action as necessary by speaking out as a non-partisan group in support of the CPO's objectives as may be necessary.

## **ARTICLE IV**

**Section 1. MEMBERSHIP.** Membership in the Molalla CPO shall be open to anyone who is:

- a. A resident of the recognized area, or
- b. An owner of property located in the recognized area, or
- c. A representative of a business, corporation or trust located in the recognized area. Each business, corporation or trust shall designate in writing a single voting representative to represent the interests of the business, corporation or trust. Each voting representative may cast one vote.

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

- a. Comply with the membership qualifications.
- b. Be of legal voting age.
- c. Have registered at one previous meeting during the past twelve months.

**Section 3. Voting Procedures:** Action of the Molalla 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.** The Board of Directors shall consist of seven (7) members: three (3) officers and four (4) representatives, all members of the organization, as follows:

- a. President: Presides at all meetings. May represent the Molalla CPO in all conferences or activities involving inter-organizational planning and coordinating. May designate co-signers for authorized expenditures.
- b. Vice President: Presides over meetings during the absence of the President. Is a member of the Molalla CPO and works with the President and other members of the Molalla CPO on inter-organizational planning and coordinating. May direct the activities of all committees and ensure that the Molalla CPO actions are implemented. Will serve as treasurer, as needed, by recording funds, if any, and reporting same to the Molalla CPO.
- c. Secretary- Shall have the responsibility for taking and keeping minutes and attendance records of all membership and committee meetings and keeping a file of all correspondence and records available for public inspection and review in compliance with state statutes regarding public access
- d. Representatives: Four (4) members, elected at large, shall represent the membership of the Molalla CPO.

The Molalla CPO shall provide the County Public and Government Relations Office with a current list of officers

**Section 2. SELECTION OF OFFICERS AND REPRESENTATIVES.** The first election shall be held at the first meeting of the Molalla CPO. After the first election, the election of officers and representatives of the Molalla CPO shall be held in conjunction with the annual election meeting. Members shall assume their duties at the next meeting after election to office. All members are eligible for election to officer and representative positions. President shall not vote for an officer except in the event of a tie when the President shall cast the deciding vote.

**Section 3. TERM OF OFFICE.** The term of office for all officers and representatives shall be one (1) year, however, the officer or representative shall continue to serve until a successor is elected or appointed to that office.

**Section 4. 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 until a successor is elected or appointed to that office.

**Section 5. 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 VI**

### **Section 1. MEETINGS.**

- a. Meetings will be conducted in a businesslike manner and according to recognized parliamentary procedures (Roberts' Rules of Order).
- b. The time and location shall be determined by the Molalla CPO membership. 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.

- c. Regular monthly meetings will be scheduled for the 4th Tuesday of the month, unless otherwise advised.
- d. Special meetings may be called by the officers of the Molalla CPO with proper notice. Special meetings shall be duly advertised with at least 24 hours' notice before the meeting and open to all interested parties and shall be called by the President or two members of the Board.

**Section 2. QUORUM.** A quorum consists of five (5) voting members of the Molalla CPO, of which at least two (2) are members of the Board. A quorum shall be present at a meeting in order for the Molalla CPO to transact business.

**Section 3. RECORDS.** All records of the Molalla CPO 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 Molalla 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 Molalla 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 Meetings Law.

## **ARTICLE VIII**

**Section 1. COMMITTEES.** The Molalla CPO may create committees as required to promote the purposes and objectives of the Molalla CPO. The Molalla CPO President shall select a chairperson for each committee.

## **ARTICLE IX**

**Section 1. DISSOLUTION.** The Molalla 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 Molalla CPO be dissolved, disbursement of the CPO's funds, if any, shall be to a non-profit organization, preferably within the Molalla CPO area. This organization shall be selected by the Molalla CPO membership in attendance at the final meeting. Funds provided to the Molalla CPO by the County shall be returned to the County upon dissolution of the Molalla CPO.

## **ARTICLE X**

**Section 1. AMENDMENTS.** These bylaws may be amended by a majority of the voting membership in attendance at a regular meeting, at which a quorum is present, provided:

- a. That the proposed amendment has been read and approved at a previous regular meeting and proposed amendments shall be submitted to the County Counsel for approval. Upon approval of the County Counsel, the members of the Molalla CPO shall approve the proposed amendments.
- b. That the proposed amendment has been approved as to form by the Board of County Commissioners and County Counsel, and approval has been communicated back to the CPO.
- c. The amended bylaws shall supersede all previous bylaws and become the governing rules for the CPO.

**Section 2.** These bylaws were presented for review at a duly advertised general membership meeting of the Molalla CPO general membership on April 22, 2011.

Comments were incorporated at the April 22, 2011 meeting. A quorum of members voted Yes to adopt the herein bylaws, as herein written, at the April 22, 2011 meeting.