

# MARION COUNTY ECONOMIC DEVELOPMENT ADVISORY BOARD

## 2009 Bylaws

### 1. Name.

This advisory board will be known as the Marion County Economic Development Advisory Board (hereinafter referred to as “MCEDAB”).

### 2. Mission.

To serve the interests of the citizens of Marion County by providing advice and recommendations to the Board of Commissioners regarding economic development and those issues that impact economic growth within Marion County and the region.

### 3. Purpose of the Marion County Economic Development Advisory Board

The MCEDAB is established in accordance with Resolution #03-45R on August 13, 2003. The MCEDAB will serve the public interest by providing advice and recommendations to the Board of Commissioners regarding economic development and those issues that impact economic growth within Marion County and the region, along with recommending the disbursement of Marion County Video Lottery funds to strengthen and diversify the economic base of Marion County in an ethical and responsible manner. The MCEDAB is subject to the laws applicable to public bodies.

### 4. Goals

- a. To provide the Board of Commissioners with balanced and comprehensive advice on economic development issues within Marion County.
- b. To analyze, upon request, various county policies and practices that have an impact upon businesses and economic development within Marion County.
- c. To provide recommendations to the Board of Commissioners on the disbursement of video lottery funds to create and retain jobs, and/or directly or indirectly strengthen and diversify the county’s economic base.

### 5. Membership.

a. The MCEDAB shall be comprised of no more than 19 members who shall be appointed by the Marion County Commissioners and serve at the Board of Commissioners’ pleasure. Members shall be appointed for staggered, rotating terms of 1 to 2 years and may serve two full terms for a total of three years. Members may be reappointed at the commissioners’ discretion. The MCEDAB shall recommend proposed members for appointment to the Board of Commissioners. The MCEDAB shall analyze prospective members’ understanding and experience with economic development, sector of representation, and geographic representation, before recommending a member to the Board of Commissioners for appointment to MCEDAB.

b. **Representation.** In addition to broad geographic representation, the MCEDAB will strive to maintain a balance of membership from the following sectors: Agriculture; banking; workforce development; manufacturing; real estate, tourism, small business, retail and local government.

### **c. Duties/Expectations**

Members shall complete tasks assigned by the chair and will carry out assignments from sub-committees to which they have been appointed. Members are expected to be knowledgeable about the essential matters confronting the MCEDAB, including policy guidelines. Members are expected to assist each other in orientation and education related to MCEDAB responsibilities.

### **6. Termination.**

**a. Removal by Board of Commissioners.** All MCEDAB members serve at the pleasure of the board of commissioners. The board of commissioners may remove a board member on its own motion or upon the recommendation of the MCEDAB.

**b. Removal by advisory board.** If the MCEDAB determines by a majority vote that a member should be removed, the chair of the MCEDAB shall report that recommendation to the board of commissioners for its consideration.

**c. Resignation.** Resignations by members shall be submitted in writing to the MCEDAB chair and announced at the next regularly scheduled meeting. The chair shall forward a copy of the resignation to the board of commissioners.

**d. Reasons for dismissal.** The board of commissioners may remove a member when it determines that it is in the interest of the MCEDAB or the county to do so.

### **7. Attendance.**

All MCEDAB members are expected to attend regularly scheduled meetings. More than three consecutive unexcused absences by any member during any 12-month period may result in removal of the member by the board of commissioners. A member's absence is unexcused if the member fails to notify county staff in advance of a meeting that the member will not attend the meeting. If a member's continued absence, excused or otherwise, calls into question their willingness to remain a member of MCEDAB, the member will be contacted by staff in an effort to best serve the needs of the member, the county, and the MCEDAB. If multiple attempts to contact the member go unanswered, the presumption is that the member is no longer interested in serving on MCEDAB. Each year, all MCEDAB members will be given a "willingness to serve" form to sign, indicating their desire to continue through their term.

### **8. Meetings.**

**a. Public meetings law.** The MCEDAB is a public body subject to the public meetings and records law as stated in ORS Chapter 192. All meetings will be open to the public.

**b. Regular meetings.** The MCEDAB meets on the second Wednesday of each month at 3:30 P.M. Regular meetings may be canceled or changed to another specific place, date and time, provided that actual notice is given.

**c. Notice.** The MCEDAB will provide for and give public notice, reasonably calculated, to give actual notice to board members, interested persons, news media that have requested notice, and the general public. Notice shall include the time and place for holding regular meetings. The notice will also include a list of the primary subjects anticipated to be considered at the meeting. Distribution of meeting notices will be in a manner which maximizes the potential of the public to be aware of the proceedings and to participate.

d. **Special meetings.** Special board meetings may be called by the MCEDAB chair by notifying all members and the general public through a news media notice not less than 24 hours prior to the time of the special meeting. A special meeting should be called only if necessary to conduct business that cannot wait until the next regularly scheduled meeting. When possible, notice should be provided as soon as possible to encourage public participation.

e. **Place of meetings.** MCEDAB meetings are generally held at the Risk Education Center, located on the fourth floor of 555 Court St., Salem, Oregon.

f. **Quorum.** The majority of the appointed membership of the MCEDAB will constitute a quorum for the transaction of all business at meetings. Once a quorum is established, it is in effect for the duration of the meeting.

g. **Decision making procedure.** Each MCEDAB member will be entitled to one vote on all issues presented at meetings at which the member is present. A majority vote is the primary decision-making method and is necessary to execute fiduciary and statutory obligations. Majority is defined as a majority of the appointed membership.

h. **Minutes.** The staff member assigned to the MCEDAB will cause meeting minutes to be prepared. Minutes will include a description of the members present, motions, proposals, resolutions, and orders proposed and their disposition, the results of all votes and a vote by each member by name, the substance of any discussions on any matter, and reference to any document discussed at that meeting. To the greatest extent possible, minutes will be distributed to the membership one week prior to the monthly meeting. Minutes will also be distributed to the board of commissioners and posted on the MCEDAB website.

i. **Agendas.** Items may be placed on a meeting agenda by any MCEDAB member or by county staff. The agenda will be distributed to members at least five (5) days prior to a regular meeting.

j. **Schedule.** MCEDAB will operate on a fiscal year to coordinate with funds and budgeting from the Marion County Board of Commissioners.

## **9. Officers.**

a. **Chair and vice-chair appointment.** The members of MCEDAB will elect the chair and vice-chair at the beginning of the calendar year.

b. **Chair responsibilities.** The chair will act as leader of the convened meeting and as the parliamentarian. The chair will enforce MCEDAB directives, guidelines and membership rules and will guide the conduct of public meetings. The chairperson is the official representative of the MCEDAB and shall be the official spokesperson to the media.

c. **Vice-chair responsibilities.** In the absence of the chair, the vice-chair will assume the chair's responsibilities. If neither the chair nor vice-chair is available for a publicly convened meeting, then the assembled quorum of the meeting will select a temporary chairperson to conduct the meeting.

d. **Vacancies or removal of officers.** The board of commissioners may remove a chair or vice-chair on its own motion or upon the recommendation of the MCEDAB when it determines that it is in the interest of the MCEDAB or the county to do so. If the chair is removed, the vice-chair will assume the chair's position. If the vice-chair is removed, the MCEDAB will appoint a person to the position.

#### **10. Standing Committees.**

a. **Appointment.** The MCEDAB may authorize the creation of standing committees, and authorize the chair to appoint members.

All appointed standing committees are required to report their information and/or recommendations to the MCEDAB.

#### **11. Special Committees.**

The MCEDAB may authorize the chair to appoint members to special committees as necessary to deal with specific issues. All appointed special committees are required to report their information and/or recommendations to the MCEDAB.

#### **12. Conflicts of Interest.**

a. **Declaration.** The MCEDAB is subject to ORS 244.020, 244.040(1), and 244.120 to 244.030, defining conflict of interest and establishing protocols for members of public bodies in Oregon. MCEDAB members are expected to declare a conflict of interest prior to consideration of any matter causing a potential or actual conflict. It is the goal of MCEDAB to protect the integrity and reputation of the county, the MCEDAB as an advisory board, and the individual membership by working to reduce conflicts of interest, be they potential, actual or perceived.

b. **Potential conflict defined.** A potential conflict of interest exists when a MCEDAB member takes an action that reasonably could be expected to have a financial impact on that member, a relative, or a business with which the member or member's relative is associated. The MCEDAB member may participate in an action after declaring the potential conflict and announcing its nature.

c. **Actual conflict defined.** An actual conflict of interest exists when an action is reasonably certain to result in a special benefit or detriment to the MCEDAB member, a relative, or a business with which the member or member's relative is associated.

Upon declaration of an actual conflict of interest, the member must then refrain from taking any official action and may not participate in any debate on the issue out of which the actual conflict arises. The member may, however, respond to specific questions from the board, but the member's participation is limited to providing requested information.

#### **13. Amendment to Bylaws.**

a. **Initiated by board/commission/committee.** The MCEDAB may propose amendments to the bylaws. Any recommendations agreed upon by the majority of the MCEDAB shall be forwarded to the board of commissioners for its approval. In accordance with Administrative Policy B-17, bylaws will be submitted to the board of commissioners by the committee chair every three years for review and approval.

**b. Initiated by board of commissioners.** The board of commissioners may initiate changes to the bylaws. These changes will be submitted to the MCEDAB for review and consultation prior to the board of commissioners' adoption.

**c. Distribution.** Upon the board of commissioners approval of bylaw amendments, the county will make any required revisions to the bylaws and distribute them to all members of the MCEDAB.

**14. Bylaw Authority**

These approved and adopted bylaws supersede any previously adopted bylaws or charter for the MCEDAB.

**15. Community Relations/Public Input.**

Any member of the public will be welcome to attend and provide input at MCEDAB meetings. Public comments will be encouraged and will be accepted verbally or in writing. Anyone who wishes to voice an opinion or present information or concerns to the MCEDAB may attend meetings or contact either the chair, the vice-chair, or staff of the MCEDAB. Arrangements will be made and time will be allotted at meetings as appropriate to assure broad public participation.

**ADOPTED BY THE MARION COUNTY ECONOMIC DEVELOPMENT  
ADVISORY BOARD**

this \_\_\_\_\_ day of \_\_\_\_\_ 2009.

**APPROVED BY THE MARION COUNTY BOARD OF COMMISSIONERS**

\_\_\_\_\_  
Chair

\_\_\_\_\_  
Commissioner

\_\_\_\_\_  
Commissioner

Date: \_\_\_\_\_