

MARION COUNTY VOLUNTEER ADVISORY BOARD MODEL BYLAWS LANGUAGE

Note: Consult Marion County Legal Counsel regarding questions about bylaws development when using this model.

1. Name.

This advisory board will be known as the Marion County [insert name] (hereinafter referred to as the “_____”).

2. Mission.

To serve the interests of the citizens of Marion County by [insert mission statement].

3. Purpose of [advisory board]

The [advisory board] is established in accordance with [insert ORS citation or Order No. and adoption date]. The [advisory board] will serve the public interest by [insert public purpose of board] in an ethical and responsible manner. The [advisory board] is subject to the laws applicable to public bodies.

4. Goals. [insert advisory board goals].

5. Membership.

- a. **Appointment.** The [advisory board] shall be comprised of [number] members, who shall be appointed by the Marion County Board of Commissioners and serve at the board of commissioners’ pleasure. Members shall be appointed for terms of [number] years and may serve [number] terms. The [advisory board] may recommend proposed members for appointment to the board of commissioners. The [advisory board] shall [insert process for developing recommendation] before recommending a member to the board of commissioners for appointment.
- b. **Representation.** [Insert criteria for membership - Geographic distribution, professional/lay requirements, expertise, etc. here if applicable]
- c. **Duties/expectations.** [Insert duties/expectations of members.] Example language:
“Members will complete tasks assigned by the chair and will carry out assignments from committees to which they have been appointed. Members are expected to be knowledgeable about the essential matters confronting the [advisory board], including policy guidelines. Members are expected to assist each other in orientation and

education related to [advisory board] responsibilities.”

6. Termination.

- a. **Removal by Board of Commissioners.** All [advisory board] 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 [advisory board].
- b. **Removal by advisory board.** If the [advisory board] determines by a majority vote that a member should be removed, the chair of the [advisory board] shall report that recommendation to the board of commissioners for its consideration.
- c. **Resignation.** Resignations by members shall be submitted in writing to the [advisory board] chair and announced at the next regularly scheduled meeting. The chair shall forward a copy of the resignation to the director of [county department] and 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 [advisory board] or the county to do so.

7. Attendance.

All [advisory board] members are expected to attend regularly scheduled meetings. More than [insert number] 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. [Insert the process used by the advisory board to handle excessive absences, excused or unexcused.]

8. Meetings.

- a. **Public meetings law.** The [advisory board] 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 [advisory board] meets on the [day] of each month at [time]. Regular meetings may be canceled or changed to another specific place, date and time provided that actual notice is given.
- c. **Notice.** The [advisory board] 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. Whenever possible, matters resulting in a recommendation to the board of commissioners will be deliberated during a minimum of two meetings to assure maximum participation.

- d. **Special meetings.** Special board meetings may be called by the [advisory board] 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.** [advisory board] meetings are generally held at the [insert name of building, address, and city]. Members may attend either in person or electronically by conference call so long as persons in attendance and on the telephone can both hear and communicate with each other.
- f. **Quorum.** The majority of the appointed membership of the [advisory board] will constitute a quorum for the transaction of all business at meetings.
- g. **Decision making procedure.** Each [advisory board] 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 [advisory board] 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. [insert distribution parameters and time line] Example language: *“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 department’s website.”*
- i. **Agendas.** Items may be placed on a meeting agenda by any [advisory board] member or by county staff. The agenda will be distributed to members at least five (5) days prior to a regular meeting.

9. Officers.

- a. **Chair and vice-chair appointment.** [insert either “The Marion County Board of Commissioners shall appoint” or “The members of the board will elect”] the chair and vice-chair, who shall serve at the pleasure of the board of commissioners. [advisory board] members may recommend persons to the board of commissioners for appointment to the chair and vice-chair positions. The chair shall serve a maximum term of [insert number] years. [Insert succession procedures for chair and vice-chair.] Example language: *“At the end of the first one-year term, the vice-chairperson shall become the chairperson and a new vice-chair will be elected.”* or *“The chair and vice-chair may serve for one term.”*
- b. **Chair responsibilities.** The chair will act as leader of the convened meeting and as the parliamentarian. The chair will enforce [advisory board] directives, guidelines and membership rules and will guide the conduct of public meetings. The chairperson is the official representative of the [advisory board] 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 [advisory board] when it determines that it is in the interest of the [advisory board] 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 [advisory board] will appoint or recommend a person for appointment to the position.

10. Standing Committees.

- a. **Appointment.** The [advisory board] may authorize the chair to appoint members to standing committees. Standing committees for the [advisory board] will include:
- b. **Committee responsibilities.** Standing committees will be responsible for the following:
- c. Executive Committee. [insert purpose and responsibilities]
- d. [Name of subcommittee]. [insert purpose and responsibilities]
- e. [Name of subcommittee]. [insert purpose and responsibilities]

- f. Etc.

All appointed standing committees are required to report their information and/or recommendations to the [advisory board].

11. Special Committees.

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

12. Conflicts of Interest.

- a. **Declaration.** The [advisory board] 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. [advisory board] members are expected to declare a conflict of interest prior to consideration of any matter causing a potential or actual conflict.
- b. **Potential conflict defined.** A potential conflict of interest exists when a [advisory board] 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 [advisory board] 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 [advisory board] member, a relative, or a business with which the member or member's relative is associated. The member will declare the actual conflict and announce its nature. The member must then refrain from taking any official action, except when the member's vote is necessary to achieve a quorum. When a vote is necessary to achieve a quorum, the member may vote, but may not participate in any discussion or debate on the issue out of which the actual conflict arises.

13. Amendment to Bylaws.

- a. **Initiated by board/commission/committee.** The [advisory board] may propose amendments to the bylaws. Any recommendations agreed upon by the majority of the [advisory board] 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 [advisory board] for review and consultation prior to the board of commissioners' adoption.
- c. **Distribution.** Upon the board of commissioners approval of bylaw amendments, the [county department] will make any required revisions to the bylaws and distribute them to all members of the [advisory board].

14. **Community Relations/Public Input.**

Any member of the public will be welcome to attend and provide input at [advisory board] 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 [advisory board] may attend meetings or contact either the chair, the vice-chair, or staff of [county department]. Arrangements will be made and time will be allotted at meetings as appropriate to assure broad public participation.

ADOPTED BY [advisory board],

this _____ day of _____ 200_____.

APPROVED BY THE MARION COUNTY BOARD OF COMMISSIONERS

Chair

Commissioner

Commissioner

Date: _____