

DRAFT AMENDMENTS -- 3/8/07

CASCADES WEST ECONOMIC DEVELOPMENT DISTRICT GOVERNING BOARD

BYLAWS

I. PURPOSE AND DUTIES

The purpose of the Cascades West Economic Development District Governing Board (District Board) is to serve as the governing body of the Cascades West Economic Development District (District), which is an Economic Development District Organization recognized by the federal Economic Development Administration. Purpose and duties of the District are enumerated in its Articles of Agreement.

II. MEMBERSHIP, TERMS, VACANCIES, AND REMOVAL

(A) The District shall be governed by a Board of twenty (20) members, appointed as specified in the District's Articles of Agreement.

~~(B) The District Board shall also serve as the Overall Economic Development Program Committee for the District.~~

~~(C)~~(B) Each District Board member serving as a representative of the Lane Council of Governments Executive Committee or the Oregon Cascades West District 4 Council of Governments Executive Board shall serve on the Cascades West Economic Development District Governing Board as long as their Council of Governments term lasts. Each District Board member who is a representative from an Economic Committee shall serve a one-year term provided that their term on the ~~Governing District~~ Board shall not exceed their term on the Economic Committee. A member may serve more than on term.

~~(D)~~(C) Any vacancy on the ~~Governing District~~ Board shall be filled by the Council of Governments which originally appointed that position.

~~(E)~~(D) District Board members who represent Economic Committees are subject to removal if they miss two (2) consecutive District Board meetings. In such an event, the Council of Governments which originally appointed the representative may remove that member from the District Board. The ~~d~~District ~~Governing~~ Board may request the removal, but shall not have the power of removal.

~~(F)~~(E) In order to be eligible for various types of federal Economic Development Administration assistance, including public works and loan guarantee programs, areas must actively participate in the Economic Development District's planning process. County government participation provides for inclusion of its incorporated area. Active participation is defined as either of the following:

(1) A jurisdiction's membership in the Lane Council of Governments or the Oregon Cascades West District 4 Council of Governments.

(2) Membership of a local representative on an eEconomic eCommittee advisory to either Council of Governments.

III. ORGANIZATIONAL PROCEDURES

- (A) The District bBoard shall meet at least once a year, in May. At least one (1) weeks notice shall be given to the membership for a regular meeting. Regular meetings shall be held in Benton, Lincoln, Lane, or Linn Counties.
- (B) Additional meetings may be called by the Chair with the concurrence of two (2) additional members, or by a majority of the full membership of the District Board.
- (C) Each member shall be entitled to one vote on matters before the District Board.
- (D) Except as otherwise provided in these Bylaws, a simple majority of the members present and voting shall be sufficient to decide a question before the District Board.
- (E) A quorum shall consist of a simple majority of the membership of the District Board.
- (F) Unless otherwise specified, Roberts Rules of Order Revised shall govern the proceedings of the meetings of the District Board.

IV. OFFICERS

- (A) The officers of the District Board shall consist of a Chair and Vice-Chair. ~~electe~~
~~d from among the representatives and by the duly appointed representatives on the~~
~~District Board for one-year terms starting on July 1. Officers may be re-elected~~
~~for up to three consecutive terms. The Chairs of the Council of Governments on~~
~~will hold the offices of Chair and Vice-Chair on an annually rotating basis. Term~~
~~of office will begin each January. Rotation will begin in 2007 with the office of~~
~~District Board Chair held by the Lane Council of Governments Board Chair, and~~
~~the office of District Board Vice-Chair held by the Oregon Cascades West~~
~~Council of Governments Board Chair.~~
- (B) Duties of the Chair: —The Chair shall have general supervisory and direction powers of the District, shall preside at all District meetings, and shall be a non-voting ex-officio member of all committees of the District. The Chair is the sole official spokesperson of the governing body on all matters of policy and position, unless this responsibility is delegated in writing to another member of the

governing body, or a member of a board or committee appointed by the governing body.

- (C) Duties of the Vice-Chair: — In the absence of the Chair, the Vice-Chair shall execute all the powers of the Chair.

~~(D) A vacancy in the office of Chair of the District shall be filled by the Vice Chair for the unexpired term. In such even, a new Vice Chair shall be elected, at the next regular or special meeting of the district Board and he shall serve the balance of their term of that office.~~

~~(E) The Chair and Vice Chair shall not be residents of the same State Administrative District.~~

V. ELECTION OF OFFICERS

~~(A) An annual organizational meeting shall be held by the district Board no later than June 30th of each year during which officers for the coming year will be elected.~~

~~(B) The Chair shall appoint a nominating committee to propose a slate of officers for the coming year.~~

~~(C)(D) Nominations may be made from the floor and candidates receiving a simple majority vote of those members present at the annual organizational meeting shall be declared elected.~~

VI.V. COMMITTEES OF THE DISTRICT BOARD

~~(A) A Comprehensive Economic Development Strategy Committee for the District will be appointed annually by the Boards of the Councils of Governments. Federal requirements and balancing membership between the two Council of Government areas will be considered in appointing the Strategy Committee.~~

~~(A)(B) In order to carry out work of the District Board, committees may be created by a majority vote of the membership. The purpose and scope of activity of each committee shall be outlined in writing.~~

~~(B)(C) The Chair may appoint committee chairs and members.~~

~~(C)(D) The Economic Committees from which the membership of the Governing District Board is selected shall not be appointed by the Governing District Board.~~

VII.VI. STAFF AND FINANCES

- (A) The Oregon Cascades West District 4 Council of Governments (OCWCOG) shall provide staff and administrative services for the Cascades West Economic

Development District. The Executive Director of ~~OCWD4~~COG shall be the Executive Director of the Cascades West Economic Development District.

- (B) The Executive Director is empowered to enter into such contracts, grants, and agreements as to carry out the planning functions of the district consistent with the adopted Comprehensive Economic Development Strategy~~OEDP~~.
- (C) The District shall be funded by grants, gifts, contracts, and contributions. All revenue shall be deposited with the ~~OCWD4~~COG for use in conducting the Cascades West Economic Development District work program. Cascades West Economic Development District funds so deposited shall be accounted for in a manner that maintains this identify separate from other revenues of ~~OCWD4~~COG; however, they shall be integrated into the ~~OCWD4~~COG normal accounting system and audited as a part of the ~~OCWD4~~COG's annual audit.
- (D) Expenditures shall be authorized, approved and completed as if they were ~~OCWD4~~COG expenditures. The Cascades West Economic Development District shall be assessed its share of ~~OCWD4~~COG indirect costs in the same manner as other programs of ~~OCWD4~~COG.

~~VIII~~VII. AMENDMENTS

Amendments to these Bylaws shall be adopted by the Councils of Governments which are parties to the Articles of Agreement establishing the Cascades West Economic Development District. The District Governing Board shall not amend its own bylaws, but may propose amendments for the consideration of the Councils of Governments.

IN WITNESS WHEREOF, the parties hereto have caused these Bylaws to be adopted by motion of their respective governing bodies, signed by the Chief Executive Officer and duly attested to by the respective clerk, recorder, or secretary.

OREGON CASCADES WEST DISTRICT 4 COUNCIL OF
COUNCIL OF GOVERNMENTS

LANE COUNCIL OF
GOVERNMENTS

Date

Date

ATTEST:
