

Oregon Commission for Women

BYLAWS

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## BYLAWS

### OREGON COMMISSION FOR WOMEN

Revisions proposed July 19, 2024

#### ARTICLE I

##### NAME

The name of the organization is the Oregon Commission for Women, hereinafter referred to as the Commission.

#### ARTICLE II

##### MISSION

The mission of the Commission for Women is to work for the implementation and establishment of economic, social, legal, and political equity for women and to maintain a continuing assessment of the issues and needs confronting women in Oregon. Its primary goal is to advocate for the rights and concerns of Oregon women in strategic priority areas including but not limited to education, jobs and the economy, healthcare, justice/safety/policing, housing and stable families, environmental equity/justice, and civic engagement.

#### ARTICLE III

##### PURPOSE

We serve the people of Oregon to empower and support women through our special role as policy advisors to Oregon State government. The OCFW is a catalyst that empowers partnerships between governments and communities to ensure equity and strives to achieve and maintain a safe and healthy environment for women and girls throughout the state of Oregon.

## ARTICLE IV

### BOARD OF COMMISSIONERS

- Section 1. **Appointment.** Nine of the 11 commissioners that make up the Commission shall be appointed by and serve at the pleasure of the Governor, having been confirmed by the Oregon Senate. Of the remaining two, one shall be a member of the Oregon House of Representatives appointed by the Speaker of the House, and the other shall be a member of the Oregon State Senate appointed by the President of the Senate. Whether appointed by the governor or by the legislative leadership, all commissioners are part of quorum, vote as part of their service on the commission, and may serve as elected officers of the commission.
- Section 2. **Terms.** Gubernatorial appointees are appointed to four-year terms on the Commission. In the event that a commissioner resigns from their appointment, the individual appointed to fill the unexpired term shall serve for the balance of the unexpired term. The OACO staff will inform new commissioners of the length and status of their first term (new four-year appointment or unexpired term). In any event, commissioners appointed by the Governor shall not serve more than two full terms. Legislators shall serve for 2 year terms and are not limited on the number of terms they may serve.
- Section 3. **Resignation.** A commissioner may resign in writing to the Commission. Such resignation should state the last date the commissioner will serve.
- Section 4. **Removal.** The office of an appointee shall be vacated by the Governor if the commissioner ceases to possess the qualifications required for appointment, to include status designations provided in ORS 182.010. The Governor may also remove a commissioner for excessive absences without further cause.
- After a commissioner has missed two consecutive meetings the Chair or Chair's designee will contact the commissioner concerning their

intention to serve. The Chair or Chair's designee will report back to the full Commission at its next meeting. If the commissioner is absent again the Commission will consider writing a letter to the Governor's office requesting the removal of the commissioner. This decision will be taken by majority vote of the commissioners present. Such removal will not relieve responsibility of past actions while on the Commission.

A majority of the Commission may also vote to recommend removal to the Governor in the event that it perceives that a commissioner no longer possesses the qualifications required for appointment.

## ARTICLE V

### EXPECTATIONS OF COMMISSIONERS

Section 1 Guidelines. Commissioners agree to adhere to the following guidelines for involvement during their term. Commissioners shall:

1. Commit to community activism on issues that affect women;
2. Regularly attend and participate in Commission meetings as required by ORS 182.010, as well as actively participate in periodic work sessions and special planning meetings. Prepare by reading material in advance;
3. Prepare for meetings by reading material in advance;
4. Commit to provide leadership on at least one special project or work group;
5. Maintain objectivity in all decisions (i.e. conflict of interest will always be noted, with individuals abstaining from votes where conflict of interest may be an issue);
6. Exhibit a willingness to represent the Commission and to advocate women's concerns at community meetings and in other public settings; and,
7. Periodically, represent the Commission in Statewide advocacy and planning.

8. Individual commissioners will support the votes approved by a majority of the Commission. A commissioner may raise a topic for reconsideration once, according to the procedure in *Robert's Rules of Order*, and no later than the next regularly scheduled business meeting after a decision is made.
9. New commissioners commit to taking required training from the Governor's Executive Appointments Office within 6 months of appointment.

Section 2. Government Ethics Law. All commissioners must adhere to the Oregon Code of Ethics set forth in ORS 244.010-ORS 244.047. Commissioners are state public officials and must refrain from the following:

1. Using their position to obtain financial gain for themselves, members of their household, or any other business with which they or members of their household are associated;
2. Using confidential information received in their position for private gain;
3. Soliciting or receiving a promise of future employment for official action or contrary to ORS 244.045;
4. Offering, soliciting or receiving, within a calendar year, gifts totaling over \$50 in value, from any source with a possible interest in the public official's governmental agency which in the case of OCFW, includes the Oregon Advocacy Commissions Office and any governmental agency for which an individual commissioner may work.
5. No person shall attempt to represent or represent a client for a fee before the governing body of a public body of which the person is a commissioner.

## ARTICLE VI

### MEETINGS OF THE COMMISSIONERS

Section 1. A. Regular Meeting Schedule. The Commission shall hold at least six regular meetings annually. A regular schedule including time of day and day of the week will be established in July of each year and posted for public information. Locations may vary in an effort to reach remote geographic areas of the state.

B. Joint meeting of the Advocacy Commissions. The OCFW will meet at least annually in a joint meeting of the Oregon Advocacy Commissions (OAC's), which are the Oregon Commissions on Asian and Pacific Islander Affairs, Black Affairs, Hispanic Affairs and Commission for Women, in order to conduct official business of mutual interest to the OAC's.

Section 2. *Robert's Rules of Order*. All meetings shall be conducted pursuant to *Robert's Rules of Order* which shall govern any questions of parliamentary process unless the rules are in direct conflict with these bylaws.

Section 3. Notification. The community shall be notified of public meetings by posting meeting notices on the state transparency website and notifying print media, radio and television stations of upcoming meetings in accordance with state public meeting rules. Notification will be sufficient to allow commissioners and the public time to reasonably prepare for attendance and participation. Notification to the media will include a preliminary agenda.

Section 4. Public Comment. Each agenda may include time for public comment as part of the regular business meeting. All meetings are subject to the Public Meetings Law, ORS 192.610-ORS 192.705.

Section 5. Quorum. No fewer than a majority of the current commissioners shall constitute a quorum for the transaction of business at any meeting of the Commission. Commissioners may participate by telephone or videoconference, if available.

Section 6. Special Meetings. Special meetings can be called by the Chairperson, Vice Chairperson, or three or more commissioners. The purpose of the meeting shall be stated in the written notification. Special meetings are primarily public and follow the same requirements of regular meetings including posting, advance notice, public meeting announcement, and minutes. Special meetings may be closed to the public (though not the media) only in cases specified in Oregon meeting rules. In the case of emergency, less than 24-hour notice is permissible but must follow state requirements for emergency meetings.

## ARTICLE VII

### OFFICERS OF THE COMMISSION

#### Section 1. Positions & Elections

- A. The officers of the Commission shall be two Co-Chairpersons (Co-Chairs), who share the role equally, and a Vice Chairperson (Vice Chair).
- B. The Commission shall elect a Vice Chairperson for a term of one year.
- C. Nominations for Vice Chair shall be made at the May meeting of the Commission each year.
- D. Elections Vice Chair shall be held in July at the regular meeting of the Commission.
- E. The standing Vice Chair shall be promoted to a two-year term as Co-Chair after the new Vice Chair is elected, replacing the longer serving Co-Chair.

## Section 2. Special Elections

- A. In the event of a resignation or removal of Co-Chair or Vice Chair, a special election shall be made to complete the term of office.
- B. Nominations shall be made at the following Commission meeting.
- C. Elections to the vacant position shall be held at the subsequent Commission meeting.
- D. If the resignation or removal occurs between May and July, no special election will be called.

Section 3. Resignation. Any officer may resign by submitting written notice to the Commission at any regularly scheduled meeting.

Section 4. Removal. Any officer elected or appointed by the Commissioners may be removed by the Commission by a two-thirds vote whenever in its judgment the best interests of the Commission will thus be served. Such removal will not relieve responsibility of past actions while on the Commission.

Section 5. Other Duties. The Commission may designate duties of officers other than those specifically provided by these bylaws.

Section 6. Duties of the Chair. The Chair or the Chair's designee shall call meetings, set the agenda with the Administrator's assistance, and preside at all meetings unless otherwise ordered by the Commission.

Section 7. Duties of the Vice Chair. The Vice Chair shall have the same powers and responsibilities and shall perform all the duties in the absence of the Chair, or during the inability or the refusal of the Chair to act or upon the occurrence of the Chair's resignation.

## ARTICLE VIII

### COMMISSION STAFF

- Section 1. Commission Staff. The Commission shall be staffed by the Oregon Advocacy Commissions Office (OACO).
- Section 2. Hiring. In accordance with Oregon law, a Committee consisting of the Chair of the Commission, in partnership with the Chair of the Oregon Commission on Asian Affairs, the Chair of the Oregon Commission on Black Affairs, the Chair of the Oregon Commission on Hispanic Affairs and the Governor, shall set forth the qualifications of the OACO Administrator. The Chair shall participate on any Committee convened to appoint a qualified person. Subject to Oregon Revised Statute and administrative rules, the Commission may employ other persons to provide such services as the Commission shall require.
- Section 3. Responsibilities. The Administrator shall ensure the fiscal health and overall operation of the agency and the implementation of program goals. Duties include but are not limited to an Administrator's report on her/his accomplishments at each of the Commission's regular meetings, fiscal monitoring, fundraising, grant writing, community networking, public relations, systems and legislative advocacy, general oversight of operations, acting as liaison to the Commission, administering the office, and supervising staff, interns, and volunteers.
- Section 4. Evaluation. The Chair will participate in the annual evaluation of the Administrator annually in June and may also participate in a joint evaluation of the Administrator by the OAC Chairs.

ARTICLE IX  
COMMITTEES

The Commission shall be authorized to have such standing and ad hoc committees as may be designated by the Commission, so long as no committee is large enough to constitute a quorum, or if a quorum exists to conduct the committee in full accordance with Oregon public meeting requirements. No action by committees of the OCFW or joint committees of the Advocacy Commissions is binding, but only serve as recommendations to the full Commissions to be considered at a regular meeting.

ARTICLE X  
FINANCIAL SUPPORT

- Section 1. Fundraising. The Commission may authorize the solicitation of grants and donations from individuals, private entities including foundations, trusts, estates, public or governmental bodies in accordance with all requirements and amounts set by the state. The expenditure of the Other Funds raised by the OCFW will be approved by the Commission in support of its statutory work.
- Section 2. Budgeting and General Fund requests. Each biennium, the Commission will work with the OACO Administrator and the other Advocacy Commissions to identify and prioritize the staffing and administrative needs of the OACO and prepare a reflective biennial budget request for General Funds (tax funding). The Agency Budget Request (ARB) may include policy option packages identified and recommended by the OCFW to the OACO that increase its support for the statutory work of the Advocacy Commissions.

## ARTICLE XI

### EXECUTION OF DOCUMENTS

- Section 1. Payment of Bills. Bills associated with the statutory work of the OCFW will be paid using Other Funds or General Funds as appropriate and shall be approved by the Administrator (General Funds) or the OCFW Chair (Other Funds).
- Section 2. Other Documents. All other documents, (including but not limited to: employment contracts, service contracts, leases, etc.), are executed by the OACO Administrator.

## ARTICLE XII

### OREGON LAW

In the event any provision of these bylaws is in conflict with Oregon law, Oregon law shall be controlling.

## ARTICLE XII

### AMENDMENTS

The procedure for amending the bylaws will consist of formal notification to all commissioners of the Commission with inclusion of the full text of the proposed changes for discussion of the change under consideration during the next meeting. The Commission may amend these bylaws by a two-thirds majority vote at a regular meeting. The changes thus approved become effective immediately.