

## Oregon Parks and Recreation Commission

June 12, 2024

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Agenda Item: 3a

**Action**

Public Comment Allowed: **Yes**

Topic: **OPRC Bylaws**

Presented by: **Katie Gauthier, Government Relations and Policy Manager**

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### **Background:**

“Good bylaws alone do not make an effective organization; they are an outline of its structure. However, suitable bylaws are necessary to enable an organization to function well,” wrote parliamentarian, Alice Sturgis, in the Standard Code of Parliamentary Procedure.

While the Oregon State Parks and Recreation Commission (OPRC) is guided by statute, rule and standard practices, the commission has not adopted formal bylaws to direct this work. Standard practices developed over the years have not been written down in a single place nor are they easily accessible to new members or the public.

Draft bylaws were developed based on review of other statewide commissions and adapted primarily from the Oregon Transportation Commission bylaws.

Changes discussed during the information item at the April commission business meeting have been incorporated into the draft in Attachment A.

**Prior Action by Commission:** Work Session on draft bylaws in February 2024 and discussion during business meeting in June 2024.

**Action Requested:** Adopt Oregon State Parks and Recreation Commission Bylaws.

**Attachments:** Attachment A draft bylaws

**Prepared by:** Katie Gauthier

**Approved by the Oregon State Parks and Recreation Commission on xxxx**

**Oregon State Parks and Recreation  
Commission Bylaws**

**1. Appointment**

The Oregon State Parks and Recreation Commission, established by ORS 390.114, consists of seven members appointed by the Governor and subject to confirmation by the Senate pursuant to ORS 171.562 and 171.565. A member serves at the pleasure of the Governor.

**2. Officers**

- a. The Governor shall appoint one of the members as Chair.
- b. Members of the commission shall select one of the other members as Vice- Chair who shall serve in that capacity until the end of their time on the Commission or until members select a new Vice-Chair.

**3. Responsibilities of the Chair**

- a. Preside over all deliberations and meetings of the Commission.
- b. Call for a vote on all questions before the Commission.
- c. Request special meetings of the Commission or it may be called by a majority of the members.
- d. Sign required documents within a timely manner. The power to sign documents of the Commission may be delegated to the vice- chair.
- e. Be the sole spokesperson to speak on behalf of the Commission unless this responsibility is delegated to another member of the Commission.
- f. Appoint members to committees as needed.
- g. Lead the process of hiring or removing the Director, including setting qualifications, selection criteria, and hiring processes, including consultation with the Governor, and designate additional members of the Commission to participate in the recruitment and hiring processes.
- h. Conduct an annual performance review for the Director of the department, including defining review criteria and processes and designating additional members of the Commission to participate in the performance review process.

**4. Responsibilities of the Vice- Chair**

- a. The responsibilities of the Chair under Section 3 shall be delegated to the Vice-Chair by the Chair until the Chair removes the delegation.
- b. During the absence, disability, or disqualification of the Commission Chair, the Vice-Chair shall exercise or perform all the duties and be subject to all the responsibilities of the Chair until the Chair resumes their duties.

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## 5. Responsibilities of Commission Members

- a. Prepare for meetings, attend, and participate at Commission meetings and work sessions.
- b. A member who is absent from two consecutive Commission meetings forfeits their appointment unless the member is prevented from attending due to an unavoidable situation for member or member's family and the Governor determines that it is a valid reason for not attending. ORS 182.010.
- c. An individual member may not exercise individually any administrative authority with respect to the Oregon Parks and Recreation Department or the Oregon State Parks and Recreation Commission.
- d. Given that the Commission values diverse viewpoints and personal backgrounds and encourages open dialog and equal participation among its members, commission members will at all times behave in a civil and respectful manner.
- e. Members must adhere to the Oregon Government Ethics Law (ORS chapter 244).
- f. Members must complete required trainings and adhere to policies required as volunteers for the state of Oregon and Oregon Parks and Recreation Department.

## 6. Responsibilities of Commission Administration Staff

- a. Ensure record-keeping, public meeting, and public attendance requirements are met for Commission meetings.
- b. Ensure that adequate time is available on the Commission agenda to provide public input and deliberation time.
- c. Ensure communications addressed to Commission members are incorporated into the record and ensure appropriate response.
- d. Assist with Commission member travel and expense reimbursement and meeting scheduling.
- e. Ensure a thorough and efficient onboarding process for new members.
- f. Ensure the presentation of quality materials to the Commission to facilitate decision making.
- g. In coordination with the Director, plan the Commission's meeting and develop draft agendas.
- h. Prepare meeting minutes for the Commission's review and approval.

## 7. Meetings

- a. The Commission shall meet at least quarterly across the state at a time, place and manner determined by the Commission.
- b. The Commission may meet at such other times for emergency or special meetings in a manner agreed to by a majority of the Commissioners, in accordance with Oregon's public meetings law.

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- c. Except as otherwise provided by law and except where the Commission Chair directs or acts to the contrary, Robert’s Rules of Order, shall guide parliamentary processes of the Commission.
- d. Except as provided by law, all Commission meetings shall be conducted as public meetings and are subject to the Oregon Public Meetings Laws. Notice of meetings and agendas shall be posted on the department website and distributed to news media.
- e. A majority of the members of the Commission constitute a quorum.
- f. A vacancy does not impair the right of the remaining members to exercise all powers of the Commission.
- g. Meeting minutes will be approved by the Commission and retained by the Director’s office in accordance with state records retention requirements.
- h. Commission meetings will be broadcast live whenever possible and posted to the agency website.
- i. Unofficial public comment will be allowed at the discretion of the chair in person and virtually (when possible).

**8. Voting**

- a. A majority of the members of the Commission constitutes a quorum for the transaction of business. ORS 390.117(2). A quorum is necessary for an official vote of the Commission. A majority vote of the quorum present is necessary to take an action. An abstention is not counted as an affirmative or negative vote to make up the minimum number of concurring votes required to pass or reject a motion. If a member abstains, but is present, the member is still counted for quorum purposes. The following table specifies the minimum number of concurring votes necessary to pass or reject a motion:

Number of Oregon Parks and Recreation Commissioners	Minimum Number Present to Form a Quorum	Number of Commission Members Voting (with a quorum present)						
		1	2	3	4	5	6	7
7	4	X	X	3	3	3	4	4

- b. Votes shall be taken by voice vote unless a member requests otherwise. All votes, whether positive, negative, or abstentions, shall be recorded in the minutes.
- c. No member may have any direct or indirect financial or fiduciary interest related to the Commission’s duties. Where a potential conflict of interest arises, a member shall publicly disclose the conflict and may continue to participate in deliberations and voting on the matter under consideration by the Commission. Where an actual conflict arises, the member shall declare the conflict and abstain from deliberations and voting on the matter under consideration by the Commission, unless the member’s vote is necessary to meet the minimum vote requirement, in which case the member is eligible to vote as provided in ORS 244.120(2)(b)(B), but not participate as a member in any discussion or debate on the issue out of which the actual conflict arises.

**9. Amendments to the Bylaws**

- a. The procedure for amending the bylaws will consist of written notification to all Commission members with inclusion of the full text of the proposed changes for discussion during the next meeting.
- b. The Commission may amend these bylaws by a vote of a majority of its members at a meeting. The changes thus approved become effective immediately.

DRAFT