

# **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 U.S. Department of Commerce 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 District Board of twenty (20) members, appointed as specified in the District's Articles of Agreement.
- (B) Each District Board member serving as a representative of the Lane Council of Governments (LCOG) Executive Committee or the Oregon Cascades West Council of Governments (OCWCOG) 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 county representative shall be reaffirmed or reappointed, annually.
- (C) County District Board Members 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 district Governing Board may request the removal, but shall not have the power of removal.
- (D) 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 being a member of the Council of Governments:

### **III. ORGANIZATIONAL PROCEDURES**

- (A) The District Board shall meet at least once a year. At least one (1) month 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 in person, or electronically, 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) Meetings may be held by telephone or other means of electronic communication, and the District Board members may participate in any meeting by telephone or other means of electronic communication with advance notice of 48 hours given to staff. Such telephonic or electronic participation may only occur if the meeting is called to order at a location where all District Board members and any member of the general public can attend, understand, and either hear or read the comments of all members participating in the meeting.
- (D) Each member shall be entitled to one vote on matters before the District Board.
- (E) A quorum shall consist of a simple majority of the membership of the District Board.
- (F) 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.
- (G) Unless otherwise specified, Roberts Rules of Order Revised shall govern the proceedings of the meetings of the Board.

#### **IV. OFFICERS**

- (A) The officers of the District Board shall consist of a Chair and Vice-Chair elected from among the representatives and by the duly appointed representatives on the District Board for one-year terms after March 1st. Officers may be re-elected for up to three consecutive terms.
- (B) A vacancy in the office of Chair of the District shall be filled by the Vice-Chair for the unexpired term. In such an event, a new Vice-Chair shall be elected, at the next regular or special meeting of the District Board and they shall serve the balance of their term of that office.
- (C) 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 or electronically, to another member of the governing body, or a member of a board or committee appointed by the governing body.

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

The Chair and Vice-Chair shall not be residents of the same Council of Governments Region.

## 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 at that meeting
- (B) 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. COMMITTEES OF THE DISTRICT BOARD

- (A) A Comprehensive Economic Development Strategy Committee for the District will be appointed by the Boards of the Councils of Governments. Federal requirements and balancing membership between the two Council of Governments areas will be considered in appointing the Strategy Committee.
- (B) Executive Committee
1. Composition: An executive committee shall consist of one representative from each County, and one at large member for a total of five. The board chair, and board vice chair, shall serve as the chair and vice chair respectively, of the executive committee. The representatives of each County shall be selected annually by the CWEDD board.
  2. Duties: The duties of the executive committee will include, but will not be limited to, acting on behalf of the CWEDD board between meetings. Taking action in situations determined by the Chair to be urgent. Be responsible for routine housekeeping duties, such as determining the content of agendas. Taking needed timely action on issues within the context of decisions or positions previously taken by the CWEDD board. However, the executive committee shall refrain from action on items that can wait for a regular CWEDD board meeting, and refrain from making decisions regarding project priorities.
  3. Chair and Vice-Chair: The chair and vice-chair of the board shall serve as the chair and vice chair of the executive committee and will have similar roles and authority as the chair and vice-chair of the board.
  4. Meetings and Quorum: A quorum shall be four of five members present. Alternates may serve on the executive committee if the representative is not able to attend a meeting and if the representative so decides. The Executive Committee shall meet as called by the Chair or CWEDD Staff. Meetings of the Executive Committee shall be conducted in compliance with the Oregon Public Meetings Law as described in ORS 192.610 through ORS 192.690.
  5. Decisions and Recommendations: Decisions and recommendations of the Executive Committee will be communicated to the CWEDD board. When possible that communication shall be in writing via a memorandum.
- (C) In order to carry out work of the District Board, committees may be created by a majority vote of the District Board. The purpose and scope of activity of each committee shall be outlined in writing.
- (D) The Chair may appoint committee chairs and members.

**VII. STAFF AND FINANCES**

- (A) The OCWCOG shall provide staff and administrative services for the Cascades West Economic Development District. The Executive Director of OCWCOG shall be the Executive Director of the Cascades West Economic Development District.
- (B) At the direction of the District Board, the Executive Director is empowered to pursue and 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 (CEDS).
- (C) The District shall be funded by grants, gifts, contracts, and contributions. All revenue shall be deposited with the OCWCOG 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 identity separate from other revenues of OCWCOG; however, they shall be integrated into the OCWCOG normal accounting system and audited as a part of the OCWCOG's annual audit. OCWCOG will provide an annual account summary at the same meeting in which the Chair and Vice Chair will be elected.
- (D) Expenditures shall be authorized, approved and completed as if they were OCWCOG expenditures. The Cascades West Economic Development District shall be assessed its share of OCWCOG indirect costs in the same manner as other programs of OCWCOG.

**VIII. 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 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  
COUNCIL OF GOVERNMENTS



01/25/22

Date

LANE COUNCIL OF COUNCIL OF  
GOVERNMENTS



November 10, 2021

Date

ATTEST:

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