BYLAWS

Sustainability and Climate Commission (“Commission”)

Italicized language is from Portland City Code 3.136, Administrative Rule 3.01, Oregon Revised Statues (ORS) 174, or ORS 194 and cannot be changed by the Commission.

***I. Commission was created on June 7, 2025**, by Portland City Code 3.136 and Council Ordinance 192051; presented by the Chief Sustainability Officer and the Sustainability and Climate Commission Coordinator.*

A. Purpose

The Sustainability and Climate Commission (Commission) is established to advance and develop climate action and outcomes across our city with a focus on environmental justice and accountability to the City’s sustainability goals. The Commission creates and evaluates the City’s Climate Action Plan that identifies and outlines specific actions to accomplish the City’s sustainability and climate goals and the associated outcomes.

***B.* Sponsor:** Chief Sustainability Officer. *The Commission reports to the Chief Sustainability Officer.*

C. Staff liaison title: *Sustainability and Climate Commission Coordinator.*

***D.* Advise to:** *City Council, the Mayor, and the City Administrator.*

II. City role

The Sustainability Office will provide staff to assist with technical support, substantive expertise, logistical assistance, administrative assistance, and advice to the Commission. *The Chief Sustainability Officer sets meeting agendas, in consultation with Commission leadership and other City staff.* The Sustainability Office will also provide public notice of all meetings and post materials to a webpage at least one week prior to meetings. Additionally, the Sustainability Office will prepare and post meeting minutes to a webpage that outlines the issues discussed, the areas in which there is agreement, and any remaining issues on which agreement was not reached at least one week after meetings.

III. Frequency of meetings

The Commission must meet at least six times per year and may meet more often. Meetings shall be conducted in accordance with the operating procedures specified herein.

IV. Membership and terms

Members of advisory bodies are public officials. They must become familiar with rules and responsibilities described at the "Oregon Government Ethics Law - A Guide for Public Officials" (Oregon Government Ethics Commission).

A. Membership

The Commission consists of a maximum of 20 active members. Four of those seats are reserved for youth representation, defined as individuals from ages 16 – 24. None of the members may hold public elected office or be City staff. The membership should include broad representation of Portland's diverse communities and socioeconomics and reflect the dynamic nature of this changing city. The membership must include at least two individuals from each of the City's four Council districts. Members must have expertise or lived experience in sustainability and climate issues, accept human-made climate-change science, and be motivated towards collaborative, local climate action.

B. Selection and appointments

The Mayor appoints members in consultation with the Chief Sustainability Officer. The City Council confirms members.

C. Terms

1. *Commission members are appointed to staggered four-year terms and cannot be appointed for more than two consecutive terms. Youth-designated appointments serve one-year terms, and may be reappointed.* Completion of an unexpired term does not apply toward the eight-year cumulative.

2. At the completion of each term, regardless of term length, incumbents are required to complete notice of intent to continue to serve and discuss mutual benefits of continuing on the Commission with the designated staff liaison.

3. Members interested in continuing service beyond eight years must sit out for two years before reapplying to serve on the same advisory body.

4. All serving members are selected and appointed to full terms, and the Mayor may choose to appoint alternates that attend meetings, can give input, but cannot participate in any voting activities. If there are vacancies, including if a position becomes vacated during a term, the Mayor, in consultation with the Chief Sustainability Officer, may choose to appoint an alternate as a full serving member.

D. Quorum

Simple majority: 50% plus 1 or greater number of seats.

E. Voting

Simple majority of seats in attendance per ORS 174.130. A quorum shall be necessary of voting members to make decisions that represent the position of the Commission and to fulfill any other responsibilities. Proxy/absentee voting is not allowed.

V. General operating procedures

A. Disclosure of Conflicts of Interest

1. A public official is required to make an announcement of the nature of a conflict of interest each time the issue giving rise to the conflict of interest is discussed or acted upon.

2. The announcement needs to be made on each occasion when the public official is met with the conflict of interest, and the public official must disclose the nature of the conflict of interest.

3. For example, an elected member of the City Council would have to make the public announcement one time when met with the conflict of interest, but only one time in each meeting of the City Council. If the matter giving rise to the conflict of interest is raised at another meeting, the disclosure must be made again at that meeting.

4. Staff liaison is obligated to record and keep all conflicts of interest that are announced during each meeting.

5. If it is found that a member did not disclose a conflict of interest, staff liaison must alert the Chief Sustainability Officer of the instance as soon as the incident is known.

6. Any potential or actual conflict of interest noted by staff will be included in the recommendation report provided to City Council or other final decision-making body.

B. Meetings will be conducted to foster collaborative decision-making using Modified Consensus Decision Making.

1. The facilitator will call each agenda item and notify the Commissioners when an agenda item requires voting.

2. The relevant staff or facilitator will provide background on the agenda item that requires voting. c. The facilitator will then open time for commissioner discussion and questions following the procedures outlined above.

3. When discussion and questions are concluded, the facilitator will call a vote. Commissioners will use a modified consensus decision making process with three options:

   i. Affirmative: The commissioner agrees with the proposal.

   ii. Stand aside: Affirmative, but with stated and unresolved concerns. The commissioner has concerns with the proposal but is willing to implement it if the proposal moves forward.

iii. No: The commissioner does not agree with the proposal and has serious concerns.

4. Passage: An item passes when the votes casted as "affirmative" and "stand aside" is equal to or greater than simple majority.

VI. Removal of members and resignations

A. All members serve at the pleasure of the Chief Sustainability Officer and may be asked to resign or be removed at the Chief Sustainability Officer's discretion, in consultation with Commission leadership, at any time.

B. Any member that is absent from a scheduled meeting for more than 25 percent of the meetings in any 12 months of the service will be removed by the Chief Sustainability Officer.

C. Process for removal

1. For unexcused absences: Staff liaison keeps attendance and informs Chief Sustainability Officer of absences, who in turn informs the member in writing that they have been removed as a member of the Body.

2. By Chief Sustainability Officer for other removal reasons: Chief Sustainability Officer and Commission leadership informs the member in writing that they have been removed as a member of the Commission.

D. Resignation process

Members are expected to make a good faith effort to complete their term. In cases where this is not possible, members are expected to provide notice to the City staff liaison in writing (preferred) or verbally. Members are encouraged to complete the Resignation Form and submit to City staff liaison.

VII. Leadership and committees

The presiding leadership of the Commission consists of two co-chairs that share equal responsibilities and divide tasks collaboratively.

A. The co-chairs duties include, but are not limited to:

1. Representing the full Commission in an official capacity

2. Attending monthly Executive Sessions with the Chief Sustainability Officer and Sustainability and Climate Commission Coordinator

3. Providing strategic support, help set priorities, and assist in agenda setting

4. Facilitating Commission meetings and oversee voting processes.

B. Duration

The co-chairs serve for six months and may serve consecutive terms in leadership positions.

C. Nominations
Commissioners can nominate themselves or another Commissioner. Nominees can choose to accept or decline their nominations.

D. Voting
Voting will be conducted using ranked-choice voting with the top two nominees receiving the highest rankings serving as co-chairs.

E. Executive session
Executive meetings may be held between Commission leadership, the Chief Sustainability Officer and other City staff. The Chief Sustainability Officer sets meeting agendas, in consultation with Commission leadership and other City staff.

F. Committees
The Commission may divide its members into committees authorized to act on behalf of the full Commission for an assigned purpose and to elect its own leadership. *Committee meetings are also subject to Oregon Public Meetings Law and must abide by quorum requirements when voting.* While committees may engage non-members, only members may vote to approve reports and recommendations to be forwarded to the full Commission. When voting, the quorum for subcommittee members is the simple majority of the committee (50% plus 1 or greater number of seats).

VIII. Communications
Members agree that transparency is essential to all deliberations. In that regard: Advisory body members are required to notify City staff liaison of verbal communications with interest groups and all communications with media. Members are required to copy the Chief Sustainability Officer, City staff liaison and, Co-chairs on all written communications from/to interest groups (other than a group specifically represented by a member) commenting on the Commission's deliberations. These communications will be included in the public record as detailed below and copied to the full Commission as appropriate.

IX. Public meetings and records
Meetings of the full Commission and committee meetings are open to the public and will be conducted under the provisions of Oregon Public Meetings Law (ORS 192.610-690). The City staff liaison will provide notice to the public regarding the dates, times, and locations of all meetings:

1. *Regular meetings:*
    - *Best practices: at least one week,*
    - *Minimum requirement: at least 48 hours,*
2. *Special meetings: at least 24 hours.*

Per ORS 192.670(1), advisory body members can participate through telephonic conference calls. Requests for any other electronic communication means require approval from the City staff liaison with City Attorney consultation. All records of the Commission, including formal documents, discussion drafts, meeting summaries, and exhibits are public records. Communications among members related to the subject matter of this Commission should not be

treated as confidential and may be subject to public records requests. "Communications" refers to all statements and votes made during meetings, memoranda, work projects, records, documents, text messages, pictures, or materials developed to fulfill the charge, including electronic mail correspondence by and among the members. The personal notes of individual members taken at public meetings might be considered to be public record to the extent they "relate to the conduct of the public's business," (ORS 192.410(4)). Members are not allowed to deliberate towards a decision over e-mail, as public participation needs to be guaranteed through that process.

X. Powers and duties

The Commission's powers and duties include, but are not limited to:

A. *Holding hearings and work sessions to create and evaluate the City's Climate Action Plan and other guiding documents and address the Commission focus areas;*

B. *Creating committees and joint-committees to create and evaluate the City's Climate Action Plan and other guiding documents and address the Commission focus areas;*

C. *Advising City Council on policies and budget decisions within the City's Climate Action Plan and the Commission focus areas;*

D. *Advising the Mayor and City Administrator on plans, implementation, and budget requests within the City's Climate Action Plan and the Commission focus areas;*

E. *Recommending actions to be taken by City Council, the Mayor and the City Administrator;*

F. *Providing a forum for community members to learn about and give input to policies and programs that promote effective climate action;*

G. *Evaluating and create accountability for the City's past and current sustainability and climate goals, projects, policies, and programs;*

H. *Advocating to external decision-making bodies that align with the City's climate goals.*

When asked to write position letters to external groups or governments in support or opposition of policy issues that are relevant to the purpose and scope of the Commission, the process is required in accordance with Administrative Rule 3.01, which establishes the Office of Government Relations as the central coordinating body for this external intergovernmental outreach.

XI. Amendment of bylaws

The Commission may vote to recommend to the Chief Sustainability Officer amendments or repeal of these Bylaws. The City staff liaison may also recommend changes to the Chief Sustainability Officer. The Chief Sustainability Officer must sign off on original bylaws and any amendments to the bylaws. Bylaws are subject to City attorney review and approval. Members have no authority to amend bylaws without approval.

Original Bylaws Created by: Elaine Vizka Livingstone, on October 30, 2025.
(Sustainability and Climate Commission Coordinator)

Approved by: Vivian Satterfield, on November 3, 2025.
(Chief Sustainability Officer)

Amended: Sustainability and Climate Commission Bylaws Committee on_____
(date amended)

Approved by:_____, on_____.
(Chief Sustainability Officer) (date approved)

Adopted by: Sustainability and Climate Commission, on_____.
(date adopted)

Approved by:_____, on_____.
(Chief Sustainability Officer) (date approved)