BYLAWS

Sustainability and Climate Commission ("Commission")

I. Creation.

The Commission was created on June 7, 2025, by Portland City Code 3.136.

II. Frequency of meetings.

The Commission aims to meet monthly.

City staff will make every effort to eliminate barriers to Commissioner participation. Efforts will include scheduling meetings that accommodate Commissioners' schedules to ensure the maximum participation possible, conducting check-ins with Commissioners on their level of participation, and offering access to tools that encourage participation. If needed, Commissioners may receive childcare or technology to ensure that they are able to participate in meetings.

Commented [PM1]: How/how frequently will check-ins take place?

Commented [PM2]: What are some examples of tools that might encourage participation? Does this refer to Zoom?

III. General operating procedures

A. Quorum. Simple majority of Commissioners: 50% plus 1.

B. Voting. A quorum of voting Commissioners is necessary to make decisions that represent the position of the Commission and to fulfill any other responsibilities. Proxy/absentee voting is not allowed.

C. Modified consensus decision making. Meetings will be conducted to foster collaborative decision-making to honor, respect, and give all viewpoints appropriate time and consideration. To make a decision on any proposal, amendment, or matter:

1. Staff or facilitators will call each agenda item and notify the Commissioners when an agenda item requires voting.

2. Staff or facilitators will provide a briefing or background on the agenda item that requires voting, then open time for Commissioner discussion and questions.

3. When discussion and questions are concluded, Commissioners can make a proposal to vote. Staff or facilitators will call a vote.

Commented [PM3]: Must a vote on a called agenda item occur during the same meeting in which the item is called? Will there be projected timelines associated with the completion each item's vote and will they be mentioned in advance?

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4. 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. The Commissioner~~Commissioners~~ will have time to briefly state their concerns~~concern~~ after the vote, and their concerns~~at~~~~that~~ will be recorded in the minutes.

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

5. Passage: An item passes when the votes cast as "affirmative" and "stand aside" are equal to or greater than the simple majority. In the case of a vote that leads to a tie vote, the Chief Sustainability Officer will be called to break the tie.

D. Use of technology to facilitate meetings.

Zoom Webinar is used to fulfill Oregon Public Meeting and Records laws. Commissioners are panelists on Zoom that have access to the chat to propose amendments and provide information. All chat activities will be a part of meeting minutes. Commissioners will also use Zoom for discussion and questions as follows:

1. When a Commissioner would like to speak, they must raise their hand via Zoom to be put into the speaking queue.

2. Staff or facilitators will call upon Commissioners to speak in the order of the queue.

3. If a Commissioner has already spoken while there are others in the queue that have not, staff or facilitators will prioritize those who have not spoken yet.

IV. Removal of members and resignations

A. Process for removal

1. For unexcused absences: Staff will track attendance in accordance with the citywide attendance policy and notify the Chief Sustainability Officer and Commission leadership of unexcused absences. When a Commissioner is at risk of reaching the maximum number of allowed unexcused absences within a given year, the Chief Sustainability Officer, Commission leadership, or Commission Coordinator, will issue a single verbal and written warning. If a Commissioner exceeds the maximum number of allowed unexcused absences, the Chief Sustainability Officer will issue written notice of removal from the Commission.

Commented [PM4]: After vote passage, is there space/time/process for "stand aside" and "no" concerns to be resurfaced and addressed? Is this needed?

Commented [MH5]: I made a few edits to for consistency and clarity, but nothing changes the substance.

Commented [PM6]: Clarification/streamlining of the chat amendment process needed. Based on the 12/10 Bylaws mtg., I believe Wing is already contemplating improvements.

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2. For failure to disclose a conflict of interest: Staff will informs the Chief Sustainability Officer and Commission leadership of any failures to disclose a conflict of interest, who in turn informs the Commissioner in writing of the violation. Any Commissioner who receives three (3) or more written warnings will be removed, and the Chief Sustainability Officer and Commissioner leadership informs them in writing that they have been removed as a member of the Commission. After every undisclosed conflict of interest, the Commissioner will meet with the Chief Sustainability Officer, Commission Coordinator, and City Attorney.

3. For other removal reasons: Staff will inform thesinforms Chief Sustainability Officer and Commission leadership of any other violations. The Chief Sustainability Officer and Commission leadership informs the Commissioner in writing that they have been removed as a member of the Commission.

B. Resignation process

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

V. Leadership

The Commission leadership consists of two Co-Chairs that share equal responsibilities and divide tasks collaboratively.

A. Duties.

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 Commission Coordinator.
3. Providing strategic support, helphelping setting priorities, and assisting in agenda setting.
4. Facilitating Commission meetings and overseeing voting processes.

B. Duration.

The Co-Chairs serve for six (6) months and may serve consecutive terms.

C. Nominations.

Commented [MH7]: I made a consistency edit.

Commented [MH8]: I think this is confusing. Who will inform the Commissioner in writing? The CSO or the Commission leadership? Will it be a letter signed by both? If it's a letter signed by both (which makes the most sense if you want to keep notification by both parties), why not just say that so it's not ambiguous?

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Commented [PM9]: Might be nice to have a warning for other removal reasons.

Commented [MH10]: Same comment as above.

Commented [PM11]: To who? Specification of representation in an official capacity may needed, especially in regards to media engagement/representation.

Commented [PM12]: Is a contingency plan needed if both co-chairs are absent for any reason? Will staff step in to facilitate?

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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 (2) nominees receiving the highest rankings serving as Co-Chairs.

VI. 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 operating procedures outlined herein.

VII. Communications

Commissioners agree that transparency is essential to all deliberations. Accordingly, Commissioners are required to notify the Commission Coordinator of verbal communications with interest groups and all communications with media. Commissioners are required to copy the Chief Sustainability Officer, Commission Coordinator and Co-Chairs on all written communications with interest groups (other than a group specifically represented by a Commissioner) commenting on the Commission's deliberations. These communications will be included in the public record and copied to the full Commission as appropriate.

Commented [PM13]: And outreach? (whatever form that takes)

Commented [PM14]: written/verbal?

Commented [PM15]: A briefing on the ethics of social media use (whether regarding an official SCC social media account or an individual Commissioner's social media account--LinkedIn, Instagram, TikTok, etc.) may be pertinent. I liked Comm. Jose's idea that all media inquiries may be directed to staff + all Commissioners speaking in a personal capacity must state that their views do not represent the Commission.

Commented [PM16]: A Commissioner representing an interest group is exempt from transparent communications when commenting on deliberations?

VIII. Amendment of bylaws

The Commission may vote to recommend to the Chief Sustainability Officer amendments or repeal of these bylaws. The Commission Coordinator 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. The Commission has no authority to amend bylaws without approval.

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Original Bylaws Created by: Elaine Vizka Livingstone, on December 3, 2025.
(Sustainability and Climate Commission Coordinator)

Approved by: Vivian Satterfield, on, December 9, 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)

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