

Bylaws

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ARTICLE 1: NAME

The name of this voluntary association shall be the League of Oregon Cities (LOC) People of Color Caucus (POC Caucus or Caucus).

ARTICLE 2: PURPOSE

The purpose of the POC is to:

A. Promote positive and effective relationships among city officials of color, their communities, political leaders, the LOC and its affiliate entities (the Oregon Mayors Association (OMA), City/County Managers Association (OCCMA), Oregon City Attorney's Association (OCAA).

B. Build and increase capacity of city officials of color and support a pipeline for people of color to engage in and serve in local government.

C. Serve as a resource to the LOC Board of Directors in the formulation of its policy agenda.

D. Prepare and advance city officials of color to serve in positions of leadership within the LOC and its affiliate organizations.

ARTICLE 3: MEMBERSHIP

A. All members of the Caucus must support the purposes of the POC Caucus as set forth in Article 2.

B. Eligibility. Members may include any person who identifies as a person of color and who has served as an elected or appointed council member or as a volunteer appointed to a board, committee, or commission of a city that is a member in good standing of the LOC.

C. Membership Categories

1. *City Council Member*. Includes those currently serving on a city council from a city in good standing with the LOC.

    a) May participate and vote during membership meetings and on any committee in which they have been appointed as a member

b) May serve on the Executive Committee and committees as voting members therein.

2. *Emeritus Members*. Includes those who have previously served on a city council from a city in good standing with the LOC and were members of the Caucus.

    a) May participate and vote during membership meetings and on any committees in which they have been appointed.

    b) May serve on any committee, except for the Executive Committee.

3. *Association members.* Includes those currently serving or having previously served as a volunteer appointed to a city board, commission, or committee from a city in good standing with LOC.

    a) May participate and serve as a voting member of any committee in which they have been appointed as a member (may not be appointed to the Executive Committee).

D. Membership Roster. A person becomes a member by notifying LOC staff of their desire to participate and acceptance of these Bylaws.

1. Members are asked to ensure that their contact information remains up to date and accurate. Changes in contact information must be provided to LOC staff.

2. LOC staff shall assist in the maintenance of a list of all members and meeting participants.

3. Membership in the Caucus terminates when a member submits a written resignation of their membership to LOC staff.

E. Participation. The Caucus is designed to be as flat of an organization as possible; as such, all members, as defined in Article 3, Section C, and guests, are to be provided a reasonable and meaningful opportunity to provide comments and feedback before and during meetings of the membership, Executive Committee, and committees. Participation is intended to occur prior to any deliberation or vote being cast by the membership, Executive Committee, or committee. Meetings of the Caucus, its Executive Committee, and any committee shall always provide a telephonic or virtual option.

ARTICLE 4: VOTING

Voting is permissible if it is done in-person or virtually (in accordance with rules established by the Executive Committee). While text and email voting is prohibited, attending meetings virtually is encouraged.

A. Voting Rights. Current City Council Members and Emeritus Members shall have voting rights at membership meetings. Association Members may participate in discussions and serve on committees but shall not vote at membership meetings or serve on the Executive Committee.

B. Proxy Voting. Voting by proxy or in absentia is not permitted.

C. Straw Polls. The officers of the Executive Committee are permitted to solicit straw polls from members who are not members of the Executive Committee to advise them of the members' opinions on matters before the Executive Committee.

1. *Purpose*. Straw polls are to be used to help officers understand the will of the majority of the members and to help them decide how to lead the Executive Committee and render decisions.

2. *Submissions*. Straw polls from the members can be submitted via email or text messaging to LOC staff who will only share the results and information during a publicly noticed meeting.

3. *Prohibition*. Executive Committee members are prohibited from participating in straw polls.

ARTICLE 5: BUDGET / DUES / STAFF SUPPORT

A. LOC Support. The Caucus is an organization of volunteers. When the Caucus is in good standing with the LOC Board of Directors, support shall be provided from the LOC for meeting logistics per the LOC Bylaws.

1. *Notice*. LOC shall publish meeting notices of the Caucus in accordance with Oregon Public Meetings Law.

2. *Minutes and Records*. LOC shall take minutes and keep record of the Caucus in accordance with Oregon Public Meetings and Records Law.

B. Dues. The Executive Committee may establish annual dues to be paid by individuals seeking to maintain membership to help defray the expenses of the association.

C. Additional Resources. If the Caucus determines that additional resources are needed to further the purpose of Article 2, a request may be made to the LOC Board of Directors and/or the LOC Foundation (the Foundation may only provide financial resources that are directly related to the professional development and education of municipal officials) to provide financial support and fiscal management.

ARTICLE 6: MEMBERSHIP MEETINGS

A. Annual Meeting. The Caucus shall hold an annual meeting for all members in conjunction with the LOC fall annual conference, or at a date and location approved by the Executive Committee, at which time the members shall elect Executive Committee members and shall conduct other business as may properly be brought before the members.

B. Special Meetings. Special meetings of the membership may be called.

1. *Right of the Executive Committee to Call a Special Meeting*. The Executive Committee may call special meetings of the membership as necessary to conduct Caucus business or further the purposes set forth in Article 2.

2. *Right of the Membership to Call a Special Meeting*. At least five (5) members of the Caucus may request a special meeting of the Caucus by submitting a written request by email to LOC staff. The request must identify the members making the request and state the purpose of the proposed meeting. Upon receipt of a proper request, LOC staff shall assist in scheduling and providing notice of the special meeting in accordance with applicable Oregon Public Meetings Law and these Bylaws.

C. Meeting Notices. Meetings of the membership shall be noticed and conducted in accordance with Oregon Public Meetings Law and any applicable LOC policies.

1. *Annual Meeting Notice*. Notice of every annual meeting of members, stating the time and place thereof, shall be provided with an agenda at least 10 calendar days prior to such meeting.

2. *Special Meeting Notice*. Notice of any other meeting of members, stating the time and place thereof, shall be provided with an agenda at least 7 days prior to such meeting.

3. *Meeting to Amend Bylaws Notice*. Notice of any meeting, be it an annual meeting or special meeting, stating the time and place thereof, where there is a proposal to amend the Bylaws on the agenda, shall be provided with the agenda at least 30 calendar days prior to such meeting.

D. Quorum. Quorums for all Caucus meetings shall be a simple majority of those in attendance.

E. Voting. Unless otherwise provided in these Bylaws, action by the membership shall require an affirmative vote of the majority of the voting members present and voting at a meeting at which a quorum is present.

ARTICLE 7: EXECUTIVE COMMITTEE

A. Composition. There shall be an Executive Committee comprised of six (6) members, the President, Vice-President, Treasurer, Secretary, Immediate Past President and one (1) At-Large Member. The President, Vice-President, Treasurer, and Secretary shall serve as officers of the Caucus. The Immediate Past President and At-Large Member shall serve as non-officer members of the Executive Committee.

1. *Immediate Past President*. The President shall be Immediate Past-President-Elect and shall automatically assume the immediate past-presidency the following year.

2. *Eligibility for Executive Committee*. Candidates for President, Vice-President, Secretary, Treasurer, and At-Large Member must be current elected city council members of a city in good standing with the LOC.

3. *Terms*. The term of service for each Executive Committee member is one calendar year. Terms run from January 1 to December 31 of each calendar year. Each member of the Committee shall continue to serve until their successor is elected and qualified or appointed.

B. President's Responsibilities & Obligations. The President shall:

1. *Chair*. Chair all meetings of the Caucus.

2. *Agenda Setting*. In conjunction with LOC staff and the Executive Committee, set the agenda for all meetings.

3. *Inquiry Response*. Respond to any inquiry and question from the LOC or any local government and affiliate organization.

4. *Represent Caucus*. Act on behalf of the Caucus on matters previously considered and authorized by the membership or Executive Committee, on matters pertaining to the purposes of the Caucus, and on urgent matters requiring action before the next scheduled meeting, provided that such action is reported to the Executive Committee and membership at the next meeting.

5. *Report on Activities*. Report to the membership, Executive Committee and LOC, including the Board of Directors, regarding actions taken on behalf of the Caucus.

6. *Other Duties*. Perform such other duties as determined by the Executive Committee.

C. Vice-President's Responsibilities & Obligations. The Vice-President shall perform the duties of the President when requested or in the absence of the President, provide input at Executive Committee meetings, and perform such other duties as determined by the Executive Committee.

D. Secretary's Responsibilities & Obligations. The Secretary shall provide a written summary of all meetings of the Caucus, work with LOC staff to keep records of the Caucus, and other duties as determined by the Executive Committee.

E. Treasurer's Responsibilities & Obligations. The Treasurer, in conjunction with LOC staff, shall be responsible for keeping any records of dues for the Caucus and working with the Executive Committee and LOC staff to create and manage a budget.

F. At-Large Member's Responsibilities & Obligations. The At-Large Member shall serve as a non-officer member of the Executive Committee and provide an independent and balanced perspective on Caucus activities. The At-Large Member shall participate in Executive Committee discussions and decisions and perform such other duties as determined by the Executive Committee.

G. Immediate Past President's Responsibilities & Obligations. The Immediate Past President provides support to the Executive Committee and promotes and supports the activities of the Caucus.

H. Executive Committee Subject to Review. Actions by the Executive Committee shall be subject to review by the membership, provided that no rights of third parties shall be affected by such review.

ARTICLE 8: ELECTION OF THE EXECUTIVE COMMITTEE

A. The Nominating Committee. There is hereby established a Nominating Committee.

1. *Membership*. The Nominating Committee consists of at least three but no more than five Caucus members, at least one of whom is the Immediate Past President, who commit to not running for a position on the Executive Committee during the upcoming election.

2. *Chair*. The Immediate Past-President shall act as the chair of the Nominating Committee. If the Immediate Past-President cannot attend and/or chair the Nominating Committee, the President shall appoint their replacement.

3. *Appointments*. The officers shall appoint the Nominating Committee members no later than 45 days prior to the annual membership meeting.

4. *Vacancies*. The officers shall fill any vacancies on the Nominating Committee by appointment.

B. Selection of Slate. The Nominating Committee, after considering applications, shall forward a slate of candidates to the membership for a vote at the annual membership meeting. The Nominating Committee shall strive to create a slate that represents the diversity of the state. The slate shall consist of:

1. A nominee for President
2. A nominee for Vice-President
3. A nominee for Secretary
4. A nominee for Treasurer
5. A nominee for At-Large Member

C. Nomination Procedures. A city council member interested in running for an Executive Committee position shall notify the President, or LOC staff, of their interest prior to the annual membership meeting.

1. *Application*: All candidates for an Executive Committee position will complete an application which will be forwarded to the Nominating Committee.

2. *Open Meeting*. The Nominating Committee shall hold an open meeting where candidates will have the option of providing a presentation regarding their interest in serving on the Caucus.

3. *Prohibition Against Double Candidacy*. A candidate may not be nominated for more than one position in the Nominating Committee's slate.

D. Election of Executive Committee Members. All executive committee members shall be elected each year at the annual meeting for all members held in conjunction with the LOC fall annual conference.

1. *Nominating Committee's Slate*. The Chair of the Nominating Committee shall present the Committee's slate of candidates to the membership for consideration.

2. *Nominations from the Floor*. Nominations from the floor shall not be accepted for any position for which one or more qualified candidates have submitted a formal application by the established deadline. Nominations from the floor shall be permitted only for a specific position if no applications were received by the submission deadline. Any candidate nominated from the floor must meet all eligibility requirements for the position and consent to the nomination prior to the vote.

3. *Comments from the Floor*. Comments regarding any candidate may be made from the floor of the meeting, with the presiding officer having the authority to set time limits and adopt rules for comments as needed.

ARTICLE 9: VACANCIES

A. Occurrence. The office of a member of the Executive Committee becomes vacant upon:

1. Termination of an elected or appointed position of the incumbent in their membership city.

2. Resignation of an incumbent from the Executive Committee.

3. An Executive Committee member missing three (3) consecutive Executive Committee meetings without an excused absence or accumulating three (3) unexcused absences during the term. An absence shall be considered excused when the member provides notice to the President or LOC staff.

4. Death of the incumbent.

B. Filling Officer Vacancies. A vacancy in a position shall be filled according to the provisions below:

1. A vacancy in the office of the President shall be filled by the Vice-President.

2. A vacancy in the office of Vice-President, Secretary, Treasurer or At-Large Member shall be filled by a vote of the Executive Committee. Such selection shall occur as quickly as possible.

3. A vacancy in the office of Immediate Past-President shall be filled by appointment made by the President subject to approval of the Executive Committee, provided the appointee shall be an individual who has previously served on the Executive Committee and holds an elected or appointed position with an LOC member city.

4. If the offices of President and Vice-President are simultaneously vacant, the Secretary shall serve as Acting President until the Executive Committee fills the vacancies.

ARTICLE 10: COMMITTEES

A. Establishment of Committees. The Executive Committee may establish committees of two (2) or more members, as needed, to serve at the discretion of the Executive Committee.

1. *General Rules*. Committees perform such duties as the Executive Committee designates.

2. *Recommendations*. Committees may not act on behalf of the Caucus but may make recommendations to the Executive Committee or membership for approval.

3. *Participation*. Committee members may present the Committee's findings and recommendations to the Executive Committee or membership.

ARTICLE 11: PROCEDURAL GOVERNANCE

When votes are taken, be they at a committee, Executive Committee, or membership meeting, the most recent version of Robert's Rules of Order for Small Boards and Committees is to be used as a guiding principle. If Robert's Rules of Order conflicts with procedural provisions outlined in these Bylaws, the Bylaws shall prevail.

ARTICLE 12: AMENDMENTS TO BYLAWS

The Bylaws may be revised, amended, repealed, or replaced by a simple majority vote of the membership voting at a duly noticed meeting of the membership.

By-laws adopted by a majority vote of caucus members at the annual membership meeting on September 2, 2020.

Bylaws amended on October 12, 2023, and further amended on October 15, 2026.