

ROSEWOOD COMMUNITY PLANNING ORGANIZATION (CPO) BYLAWS

ARTICLE I

NAME: Rosewood Community Planning Organization (CPO).

ARTICLE II

A. **PURPOSE:** The purpose of the Rosewood CPO is to serve as a Neighborhood Association for the residents within the boundaries of the Rosewood CPO in matters concerning community development, land use and community issues in general. The boundaries of the CPO encompass an area that is both within and outside the City of Lake Oswego, in Clackamas County, Oregon.

B. **GOALS.** The goals of the Rosewood CPO are as follows:

1. Involve area residents in the land use and community planning processes
2. Provide a line of communication between area residents and governments, including the City of Lake Oswego and Clackamas County, to their governing bodies (Board of County Commissioners; Lake Oswego City Council), respective Planning Commissions, other public bodies.
3. Assist the City and the county with fulfilling the citizen involvement goals provided for in the Comprehensive Plans of Clackamas County and the City of Lake Oswego, including the City of Lake Oswego Citizen Involvement Guidelines. In regards to properties within the City of Lake Oswego, the CPO may also undertake such activities as authorized for neighborhood associations pursuant to the City of Lake Oswego's Citizen Involvement Guidelines.
4. Develop or review and comment upon planning proposals with respect to land use, zoning, parks, water resources, open space and recreation facilities, recreation and social programs, annexation, housing, community facilities, transportation and traffic, community services, and other factors affecting the livability of the area within the boundaries of the CPO.
5. Protect the character of the area by maintaining a vigilant posture to sustain a safe, healthful, and pleasant quality of life.
6. Take such action as necessary by speaking out as a non-partisan group in support of the CPO's objectives.
7. Be fully responsive to the comprehensive needs of the area and to take action as may be necessary in support of its objectives.

ARTICLE III

- A. MEMBERSHIP: A member must be:
1. A resident of the recognized area, who is eighteen years of age or older; or
 2. A property owner within the recognized area,
 3. A designated representative of a business, corporation, or trust within the recognized area.
 4. A designated representative of a nonprofit organization within the area, or
 5. A designated representatives of each public school within the recognized area
- (Only one representative is allowed per nonprofit organization, public school, or business.)
- B. Each member is entitled to vote on issues submitted to the membership and at the annual meeting.
- C. There are no dues or fees for membership. The CPO may seek voluntary contributions from members and may conduct fund-raising functions when the Board directs.

ARTICLE IV

BOUNDARY: See attached map, Exhibit A. The boundaries of the Association, as to that portion of the Rosewood CPO that is within the City of Lake Oswego, may be amended from time to time by the City Council of the City of Lake Oswego.

ARTICLE V

- A. VOTING: To vote in any election or on any item, a member must:
1. Comply with the membership qualifications;
 2. Sign the roll at the meeting the election takes place.
- B. DECISION OF THE CPO. Except as provided in Article IX below, the decision of the CPO, whether by the general membership or the Board of Directors, shall be by a majority vote of the voting respective members or directors present at any regular or special meeting for which proper public note is given and at which a quorum is present.

C. All motions made shall be recorded in the minutes. The results of the voting shall be reported numerically and become part of the minutes.

D. In cases where the response deadlines preclude actions at a regular or special membership meeting, the CPO may delegate responsibility for taking action to the Board.

ARTICLE VI

QUORUM: Membership meeting quorum shall consist of five voting members of which two (2) are officers. The Board of Directors meeting quorum shall consist of a majority of the Board.

ARTICLE VII

A. MEETINGS AND ELECTIONS:

1. Meetings shall be conducted in a businesslike manner and according to parliamentary procedures (Robert's Rules of Order).
2. Minutes shall be kept and will be available for inspection. All meeting minutes shall be submitted to Clackamas County and to the Lake Oswego Planning Commission members and City staff. .
3. Regular Board of Directors meetings will be scheduled twice yearly and as needed.
4. The annual membership meeting and election of officers will be held during the month of April each year. Arrangements for this meeting will be made by the Board.
5. Special meetings of the membership may be called by the Chairperson or two (2) officers with proper notice. Special meetings shall be duly advertised and open to all interested parties.
6. Board meetings shall be called by the Chairperson to carry on the business of the organization.
7. Any officer may preside in the absence of the Chairperson and Vice-chairperson.
8. Board and membership meetings are open to all interested members. The Board of Directors shall take such action as necessary to comply with the Oregon Public Meetings and Records Law (ORS 192.610 et seq.) for those items that the Association gives advice or recommendations to any governmental body, Commission, or committee.
9. A nominating committee may be appointed by the Chairperson prior to the annual meeting. The Committee shall present its recommended list of candidates at the annual meeting.

10. Nominations for officers will be accepted from the floor of members who are present and give their consent.

B. NOTICE OF MEMBERSHIP MEETINGS

1. Written notice of the annual general membership meeting and election of members of the Board of Directors shall be distributed to all members of the neighborhood association, City Planning Commission and City Staff. Written notice may be given personally or by mail, fax, or e-mail. Notice of general membership meetings, other than the annual general membership meeting, shall be given in the same manner.

2. The CPO will also provide notification:

- (i) to such news media which have requested notice of the meeting;
 - (ii) to such persons who requested notice of the meeting;
- Written notice to persons listed in subsections (i) and (ii) above may be given personally or by mail, fax, or e-mail as such addresses or other contact information on file with the Association or as obtained from the latest mailing list prepared by the Association.

3. The CPO will post 3 signs in reasonable locations at least 6 days prior to the CPO membership meeting

C. NOTICE OF BOARD OF DIRECTORS MEETINGS

1. Notice of Board of Directors' meetings, with its agenda, will be given as follows:

a. Notice to Board Members. Notice to Board Members of any regular or Special Board Meeting will be given to each Director, at least six days prior to the day of such meeting and such notice shall state the time, place and agenda items of the meeting.

b. Notice to Association Members and Other Persons. Notice stating the time, place and agenda items of any regular or special meeting shall be given at least 24 hours prior to the day of such meeting as follows:

- (1). meeting notice signs posted at two prominent places in the neighborhood (two postings shall be within the boundaries of the CPO inside the city limits), as the Board of Directors shall determine from time to time, and a meeting notice or announcement published in a local newspaper;
- (2). On all matters upon which the Board of Directors will deliberate and make a recommendation to a City public hearing body, in addition to notices required under the subsection above:
 - (i) to such news media which have requested notice of the meeting;
 - (ii) to such persons who requested notice of the meeting;

Written notice to persons listed in subsections (i) and (ii) above may be given personally or by mail, fax, or e-mail as such addresses or other contact information on file with the Association or as obtained from the latest mailing list prepared by the Association.

ARTICLE VIII

- A. **OFFICERS AND BOARD:** The Board of Directors shall consist of seven members, three elected officers and four elected representatives, all of whom are members of the organization.
- B. **DUTIES OF THE OFFICERS AND REPRESENTATIVES:** The duties of each officer and of the area representatives are:
1. **CHAIRPERSON:** The Chairperson presides at all meetings. May represent the community in all conferences or activities involving inter-organizational planning and coordinating.
 2. **VICE-CHAIRPERSON:** Presides over meetings during the absence of the Chairperson. Works with the Chairperson and other members of the organization on intra-organizational planning and coordinating. Shall direct the activities of all committees and see to it that the organization actions are carried out.
 3. **SECRETARY-TREASURER:** Keeps minutes and attendance records of all membership and committee meetings. Keeps a file on all correspondence and records available for public inspection and review in compliance with Oregon Records and Meetings Law. Will serve as Treasurer as needed by recording funds, if any, and reporting same to organization. The names, addresses and phone numbers of officers and board members must be annually filed with the City.
 4. **AREA REPRESENTATIVES:** There shall be four Area Representatives who shall be members of the CPO and their assignments will be worked out by the Board. They will represent the community with public agencies that are of general interest to the community.
- C. **VACANCIES:** Three members of the board have the power to fill any vacant officer or area representative positions.
- D. **TERMS OF OFFICE.** All terms of office shall be for one year; however, the officer or area representative may continue to serve until a successor is elected or appointed.

ARTICLE IX

BOARD OF DIRECTORS: The duties of the Board of Directors are:

- A. To transact the business of the CPO between general membership meetings, the Board may order the expenditure of funds of the CPO for operating expenses.
- B. To appoint committees and assign tasks to those committees.
- C. To present a report of its activities and policy positions at general membership meetings.
- D. To establish agendas and assign priorities for all meetings of the general membership.
- E. To establish and maintain a continuing liaison between the CPO and officials and departments of the City of Lake Oswego, other governmental bodies, other neighborhood associations, or groups.
- F. To discuss at each Board Meeting materials the City of Lake Oswego has provided.
- G. To inform the membership and to solicit their opinions on any issue which, in the opinion of the Board, significantly affects the neighborhood.
- H. After seeking views of people affected by proposed policies or actions, to adopt positions or stands for the CPO and present majority and minority reports before public and governmental bodies. Positions adopted by the Board may be revised by the membership at general CPO meetings.
- I. To inform the City of Lake Oswego, by assuring that the CPO undertakes the following: forwarding written notices, meeting minutes, list of officers and board members and anticipated schedule of board meetings to the City Planning Commission and City Community Development Section Director annually.
- J. To recommend action, policy or comprehensive plan amendments to the City of Lake Oswego, or its agencies, on any matter affecting the livability of the neighborhood.
- K. Review proposed City of Lake Oswego budget items and make recommendations relating to neighborhood improvements.
- L. To cause a list of mailing addresses of members and potential members within the geographic boundaries of the CPO to be maintained.
- M. To help other new neighborhood associations within the City of Lake Oswego trying to develop or be recognized.
- N. To communicate with other Lake Oswego neighborhood associations regarding mutual concerns.

ARTICLE IX

A. **AMENDMENT PROCEDURES:** Bylaws may be amended by a two-thirds majority vote of the membership at a regular meeting at which a quorum is present, provided:

1. Proposed amendments, drafted and approved by the Board, shall be submitted to County Counsel for approval. Upon approval of the County Counsel, the proposed amendments shall be approved by members of the CPO. No provision of the Bylaws required by the City of Lake Oswego's Citizen Involvement Guidelines may be amended without the written consent of the City of Lake Oswego.

2. To be eligible to vote for any amendment, a member must sign the attendance roll.

B. **EFFECT OF AMENDMENT:** The amended bylaws shall supercede all previous bylaws and become the governing rules for the CPO.