



DATE: June 13, 2012
TO: Board of Commissioners
FROM: Patrick Quinton, Executive Director
SUBJECT: Report Number 12-14

Adopting Updated Urban Renewal Advisory Committee Policy to Clarify Membership and Member Terms, Align with the Portland Development Commission Mission and Strategic Plan, and Update Administrative Procedures

BOARD ACTION REQUESTED

Adopt Resolution No. 6951

ACTION DESCRIPTION

The Board is being asked to approve an updated Urban Renewal Advisory Committee (URAC) Policy with the following adjustments:

1. Clarifies membership and member terms.
 - i) Allows members to be appointed for terms of any length, up to three years.
 - a. This allows for a subsequent Board action to grant reappointments.
 - ii) Eliminates “Ex-Officio” memberships, which were generally reserved for bureau staff.
 - iii) Makes term limits applicable to the “Alternates” member category.
2. Aligns the focus of the URACs with the Portland Development Commission’s (PDC) Mission and Strategic Plan.
3. Updates other language to bring the URAC Policy (Policy) current with PDC operations.

A clean version of the policy update is attached as Exhibit A to the resolution and a red-lined version of the changes is included as Attachment A to the report.

BACKGROUND AND CONTEXT

Originally adopted in 2005, the purpose of PDC’s ***Public Participation Policy*** is “to ensure appropriate public participation processes and activities are incorporated into PDC planning and decision-making.”

Also in 2005, the Board originally adopted a URAC Policy. URACs are primarily tasked with providing advice to the PDC Board and staff on the implementation of the PDC Strategic Plan through budget development and implementation of URA plans. The Policy is being revised in part to reflect that in these roles URAC members and other advisors should understand and base their recommendations on PDC’s mission “to create one of the world’s most desirable and equitable cities by investing in job

creation, innovation and economic opportunity throughout Portland” and prioritize investments which directly advance the goals of PDC’s Strategic Plan.

The Policy contains the following **Guiding Principles**:

- PDC will operate URACs in a consistent manner.
- PDC will respectfully utilize and maximize the volunteer time and effort of individual URAC members.
- PDC recognizes and values the contribution that existing community groups and individuals provide in developing and implementing Plans.
- The role and responsibility of URACs in broadening public awareness and participation in Plan implementation should be expanded.
- URACs are one of a variety of public participation tools for providing public feedback to the Board regarding proposed projects, plans, strategies and programs.

The Policy has been amended twice since its original adoption. The Policy’s most recent amendment occurred June 8, 2011, when Board action allowed for the flexibility to appoint members for terms of one, two or three years. At the time, staff also committed to a review of public participation policies and practices in light of PDC’s greater focus on economic development, job creation, and recent City Council-adopted strategies. In January 2012, the PDC Board approved a new agency mission statement and the 2010-2014 Strategic Plan.

Over the course of FY 2011-2012, PDC staff conducted the following research to assess the effectiveness of a range of PDC advisory groups, such as URACs, single use committees, target industry committees, and the Neighborhood Economic Development Leadership Group.

This included:

a) **Survey of non-URAC stakeholders (157 responses):**

General Profile:

Twenty-six percent identified themselves as living in NE Portland. Nearly 42 percent work in the downtown/central core. Almost 80 percent fell within the age range of 35 to 64 years old. About 29 percent work within the City’s/PDC’s designated target industries¹.

Most tend to be moderately involved in working with city government and are generally very familiar with the purpose of PDC. Of the 111 who have attended PDC-related meetings, about 54 percent have done so through City Council hearings. More than 80 percent access information about PDC through the agency’s website.

Overall, respondents ranked PDC’s Strategic Plan goal of “Strong Economic Growth and Competitiveness” as their highest priority.

Involvement and Knowledge:

About half are familiar with PDC citizen advisory groups, although fewer than 40 percent know anyone who is a member.

¹ This includes Advanced Manufacturing, Athletic and Outdoor, Clean Technology, and Software/Digital Media.

Of those familiar with these groups, Single Use Committees were identified as the most representative of their interests, and URACS were identified as being least representative of their interests.

b) Survey of URAC members. Sixty-six percent of current members responded (67 of 107).

General Profile:

Response rates varied by URAC with the Central Eastside receiving a 100 percent response rate and most seeing 50 to 70 percent participation. About 38 percent of the respondents have served on URACs for one to three years; another 24 percent served four to six years. Nearly 50 percent own property within the URA boundary. About 52 percent identified their professional expertise as that of local neighborhood association work. This increased to almost 64 percent when members were asked about their personal experience/involvement.

Interests/Priorities:

Respondents listed local investments to spur business growth and influencing how PDC implements plans and policies as their top priorities. When asked to identify the top five areas where PDC can benefit their URAs, respondents ranked “Drive Neighborhood Business Growth” at the top of the list.

Customer Service:

When asked to assess the level of satisfaction with their URAC experience, 42 percent said they were somewhat satisfied. Roughly half of members felt URACs somewhat reflect the demographics of their area, although more than a third of respondents felt that the URACs did not reflect the population of their URAs.

c) Survey of PDC staff (31 responses):

Advisory Committee Interaction:

Of the 31 PDC staff members who participated in the survey 52 percent stated they engage with advisory committees every few months; another 25 percent interact more frequently (on a weekly basis).

Functionality:

Forty-two percent of PDC staff responses found nine to 11 members as the best size for a citizen advisory group. Staff found advisory groups are most productive when asked to identify community needs. Seventy-seven percent found the following two variables affected advisory committee productivity the most: 1) members having greater context for how decisions get made, and 2) advisory groups sometimes pursuing investments which are outside of PDC's purview.

Overall staff was “satisfied” with their experience working with URACs.

d) Best practices scan (19 cities):

Staff contacted economic development agencies in 19 cities nationwide to obtain information on their public participation policies and strategies. From this research, PDC clearly had one of the most expansive models for involving the public in decision-making processes.

On February 24, 2011, the Neighborhood Economic Development Leadership Group (“Group”) held its first meeting. The Group is composed of 30 diverse stakeholders whose focus is building community, improving opportunities for small business, and creating jobs for neighborhood residents. To date the Group has met six times. Informally, part of the research into “best practices” included a look at the function and effectiveness of the Group as a possible public participation model moving forward.

As the expiration of the 2011 one-year reappointment for the many current URAC members approaches (June 30, 2012) staff has determined the need for additional time to observe the progress and role of the Group in forwarding PDC’s new strategic plan, mission, and goals.

Therefore, this action permits a subsequent Board action to reappoint current members in increments of other than a full year. This will apply to members whose terms end on either June 30, 2012 or June 30, 2013.

COMMUNITY AND PUBLIC BENEFIT

This action provides more opportunity for community involvement and public participation by giving the Board and the agency the flexibility to appoint and re-appoint URAC members to a variety of term lengths, up to a maximum of three years.

The alignment of the Policy with PDC’s Mission and Strategic Plan also better serves URAC volunteers by clarifying the understanding and providing better context around the subject matter where public involvement is needed.

PUBLIC PARTICIPATION AND FEEDBACK

PDC currently has seven active URACs. In addition to the surveys referenced above in the Background section, the following public meetings were held with URACs regarding the Policy, the surveys and the overall assessment.

Central Eastside

June 2011; January 2012; March 2012; April 2012

Gateway

July 2011; November 2011; January 2012; February 2012; April 2012

Interstate

May 2011; July 2011; February 2012; April 2012

Lents

July 2011; September 2011; November 2011; January 2012; February 2012; March 2012; May 2012

North Macadam

July 2011; December 2011; February 2012; April 2012; May 2012

Oregon Convention Center

July 2011; October 2011; November 2011; February 2012; April 2012

River District

June 2011; February 2012; March 2012; May 2012

Overall, the nature of these meetings and the conversations centered on the URACs' purpose (in light of PDC's evolving direction), their effectiveness, roles and responsibilities, as well as areas of success and ongoing challenges.

Since the beginning of URAC review in 2011, PDC has chosen to not fill any URAC member vacancies as they occur. This decision was upheld in 2012 and is expected to continue into 2013. The reason staff recommends not filling vacancies is that significant staff time is needed to train URAC members for the relatively short reappointment period. Some URAC members have expressed their concerns about this decision through email or in conversations with staff. These concerns have also been shared with PDC's Executive Director. Staff continues to stand by the decision to not fill vacancies and instead recommends that any training time be spent bringing current URAC members up to speed on PDC's economic development focus.

BUDGET AND FINANCIAL INFORMATION

Amending this Policy does not present any budget or financial impact to the agency. The URACs shall continue to have a single point of contact at PDC, with broader access to additional subject matter experts as dictated by need over the course of the year.

RISK ASSESSMENT

The initial risk was whether URAC members would be comfortable with a Policy update which placed a direct emphasis on economic development through the PDC Strategic Plan. However, the fact that 81 of 88 members agreed to continue dismisses this argument. URAC members are looking for greater clarity on whether the current system will remain in place or change; and what their ultimate roles and responsibilities shall be. Their expectations are for this to be known prior to September 2013.

ALTERNATIVE ACTIONS

The Board could decide to leave the URAC Policy as is and not approve these changes. In that case, the terms of sixty-six (66) URAC members would expire June 30, 2012 and the terms of another fifteen (15) would expire June 30, 2013. If this were to occur, the Board could direct staff to recruit new members or allow the URAC system to effectively end.

ATTACHMENTS

- A. URAC Policy Redline

Attachment A

Adopting Updated Urban Renewal Advisory Committee Policy to Clarify Membership and Member Terms, Align with the Portland Development Commission Mission and Strategic Plan, and Update Administrative Procedures

Portland Development Commission

Board of Commissioners

June 13, 2012

Report No. 12-14

Attachment A includes this cover page and contains 15 pages:

- URAC Policy Redline

Urban Renewal Advisory Committee Policy

The Commission's Originally adopted in 2005, the purpose of PDC's **Public Participation Policy** requires that "is to ensure appropriate public participation processes and activities are incorporated into PDC planning and decision-making processes." An Urban Renewal Advisory Committee ("URAC") is one of a variety of tools the PDC Board of Commissioners (the "PDC Board") and staff will use to obtain public input and feedback when making plans and decisions related to implementation of an urban renewal plan ("URA Plan").

PDC established the URAC Policy to determine the composition and function of a URAC consistent with the following **Guiding Principles**:

- PDC will operate URACs in a consistent manner.
- PDC will respectfully utilize and maximize the volunteer time and effort of individual URAC members.
- PDC recognizes and values the contribution existing community groups and individuals provide in developing and implementing URA Plans.
- The role and responsibility of URACs in broadening public awareness and participation in URA Plan implementation should be expanded.
- URACs are one of a variety of public participation tools for providing public feedback to the PDC Board regarding proposed projects, plans, strategies and programs.

Over the life of a Plan, the URAC plays URA. URACs play an important role for the PDC Board by virtue of:

- Its diverse composition of representative stakeholders.
- Its ongoing familiarity with the overall short and long-term goals and objectives of a URA Plan and related city plans and policies.
- Its members sharing information with and receiving feedback from wider networks of project stakeholders.

The PDC Board has established this policy to guide the composition and function of a URAC consistent with the following **Guiding Principles**:

- PDC will convene and manage URACs in a consistent manner.
- PDC will respectfully utilize and maximize the volunteer time and effort of individual URAC members.
- PDC recognizes and values the contribution that existing community groups and individuals provide in developing and implementing Plans.
- The role and responsibility of URACs in broadening public awareness and participation in Plan implementation should be expanded.
- URACs are one of a variety of public participation tools for providing public feedback to the PDC Board regarding proposed projects, plans, strategies and programs.

A. General.

1. A URAC may not otherwise adopt or practice any procedure which is in conflict with this policy, other PDC policies, or Oregon Public Meeting Law.

- ~~2. All individual members of a URAC are considered “public officials” and therefore subject to Oregon Government Standards and Practices related to ethics and conflict of interest (ORS 244). All URAC Members will annually be provided orientation and information on these standards.~~
- ~~3. All individual members of a URAC are considered “PDC Officials” and therefore subject to certain provisions of the PDC Code of Conduct; and in addition, are also legally bound to the standards of conduct and ethics contained in the Portland City Code (Chapter 1.03). All URAC Members will annually be provided orientation and information on these standards.~~

B.A. Establishment.

1. Upon the creation of an urban renewal area (“URA”), or anytime thereafter, the PDC Board will determine whether or not to have a URAC. This decision will generally be based on the specific objectives of the URA Plan, the extent of stakeholder interest and involvement, and alternative methods for public participation that exist or are planned.
2. The PDC Board retains sole authority to establish, recompose or disband a URAC.
3. Each URAC is considered a “standing committee” of the PDC Board and a “public body” subject to the Oregon Public Meetings Law (ORS 192.610 to 192.690).
4. A URAC shall be created by Resolution of the PDC Board that contains the following:
 - a) Statement of URAC role and responsibilities.
 - b) Identification of organization members and representativerepresentatives.
 - c) Identification of at-large members.
 - d) Identification of taxing jurisdiction member (as applicable).
 - e) Identification of alternate members, if any.
 - f) Identification of initial URAC chairperson.
5. All subsequent appointments of URAC members shall be done by Resolution of the PDC Board.

C.B. Roles and Responsibilities.

- ~~1. **PDC Board.** The PDC Board is responsible for establishing policy, adopting budgets and making decisions on implementation of a Plan. More specifically, the PDC Board is responsible for:
 - a) Adopting annual urban renewal budgets.
 - b) Authorizing the acquisition or disposition of real property within a URA.
 - c) Authorizing financial assistance programs and/or specific loans or grants that implement Plan goals and objectives.
 - d) Considering public input and feedback in making decisions related to a Plan.
 - e) Ensuring that urban renewal projects and programs are consistent with and supportive of broader city policies and plans.~~

- 2. URAC.** URACs are established to provide a process for community and stakeholder feedback to the PDC Board and project staff on implementation of a particular Plan and budget. More specifically, a URAC is responsible for:
- 1. URAC.** URACs, as a body, are primarily tasked with providing advice to the PDC Board and staff on the implementation of the PDC Strategic Plan through budget development and implementation of the URA Plan. In this capacity, both URACs and their individual members should understand and base their recommendations on PDC's Mission, "to create one of the world's most desirable and equitable cities by investing in job creation, innovation and economic opportunity throughout Portland," and prioritize investments that directly advance the goals of PDC's Strategic Plan.

URACs are also responsible for:

- a) Assisting project staff in identifying and involving other community stakeholders and partners in public participation activities and urban renewal projects.
- b) Providing a forum for public discussion on implementation of the Plan~~PDC activities~~.
- c) Providing feedback to the PDC Board and ~~project~~ staff on short and long-term plans and budgets related to implementation of the URA Plan.
- d) Providing feedback to the PDC Board on proposed ~~substantial or minor~~URA Plan amendments ~~to the Plan~~.
- e) Collectively considering ~~and reflecting in~~ feedback and recommendations ~~the~~from a diversity of stakeholder interests ~~and impacts~~ within the URA.

3.2. URAC members. URAC members themselves play the important role of representing the viewpoint and insight of community residents, property and business owners, and other stakeholders, and are responsible for:

- a) Understanding the goals and objectives of the adopted URA Plan, the PDC Strategic Plan and related PDC and City plans and policies, and keeping informed about urban renewal projects, programs and activities.
- a) Attending URAC meetings and other related public activities; and advising the URAC Chair and ~~URA Manager~~PDC staff in advance of meeting absences.
- b) Reviewing meeting agenda information in advance and providing informed input on matters presented for URAC consideration.
- c) ~~Understanding the goals and objectives of the adopted urban renewal plan and related city plans and policies, and keeping current with on-going projects, programs and activities implementing the plan.~~
- d) Assisting staff in informing community residents and businesses of programs and services offered by the Commission.
- e) Assisting staff in promoting public participation opportunities among community stakeholders and recruiting stakeholders to participate in those activities.
- f) Cultivating new candidates for URAC membership.
- g) ~~If a designated organization representative or alternate, keeping the entity represented informed of URAC and Reporting urban renewal project issues and investment activities; back to their respective organizations, and reflecting the position of the entity in discussion and votes of the URAC.~~

URA Manager

4.3. **PDC Staff**. Each URA will have a designated PDC staff person designated by the Executive Director as the URA Manager and responsible for the following:

- a) Liaison between the PDC Board, Executive DirectorPDC leadership and the URAC.
- b) Calling regular and special meetings of the URAC in consultation with the URAC Chair.
- c) Meeting Logisticslogistics, including public notices.
- d) Preparing a meeting agenda in consultation with the URAC Chair. The agenda must contain the following items at the outset of the meeting prior to conducting any other business:
 - Call to order
 - Roll call
 - Approval of prior meeting summary
 - Approval of meeting agenda
 - Opportunity for URAC members to disclose any potential conflict of interest with items on the agenda and recording of the same
 - Opportunity for public comments on items not on the agenda
- e) Distributing the agenda to URAC members in a timely manner; generally at least three (3) days prior to a regular meeting; and 24 hours prior to a special meeting.
- f) Making the agenda readily available to interested stakeholders and the general public prior to the meeting through appropriate means (e.g., posting on the PDC website) in a timely manner.
- g) Public Notices.
- h) In consultation with the URAC Chair, preparing meeting agendas.
- i) Coordinating nominations and election of URAC officers.
- j) Coordinating new member outreach and application process; and PDC Board appointment process.
- k) Producing and distributing a written summary of URAC meetings that satisfies the Oregon Public Meetings Law requirements for written meeting minutes. The summary is subject to review, revision and approval by the URAC at a subsequent meeting.
- l) Maintaining all official records of the URAC, including tracking attendance.
- m) Coordinating reports and presentations to the URAC on all planning and development projects /programs/investments being managed by PDC in the URA.
- n) Periodically providing the URAC with information on projects within the URA receiving PDC financial assistance through established PDC financial assistance programs.
- o) Coordinating all URA-related public participation plans and activities.

D.C. Composition. A URAC will have enough members to be manageable and ensure it adequately represents the variety and diversity of impacted and interested stakeholders in the specific objectives of the URA Plan as well as a broad spectrum of relevant public/city interests. The size and composition of a URAC may need to change over the life of a URA Plan to reflect progress and strategies towards meeting URA Plan goals.

1. **Size.** As a best practice for creating a functional committee — a URAC should have a minimum of seven (7) and a maximum of seventeen (17) members (~~excluding ex-officio members~~) in any combination of the following member-types as determined by the PDC Board.

- 2. Regular Members**

- a) **Organization Member.** The role of an organization member is to keep the organization informed of the business and activities of the URAC, and be empowered to speak and vote on behalf of the entity. The organization is responsible for:

- Nominating a representative, and at their option an ~~alternate member~~ Alternate to serve on the URAC.
 - Providing the PDC Board with an explanation of the process used by the organization to recruit and identify the representative and alternate.

Types of organization members are:

- (i) A **Neighborhood Association** recognized by the City of Portland according to guidelines administered by the Office of Neighborhood Involvement.
- (ii) A **Neighborhood Business Association** recognized by the City of Portland according to guidelines administered by the Office of Neighborhood Involvement.
- (iii) **Community Partners.** A non-governmental citywide, community or business organization, association or entity whose ~~regular and~~ principal mission, objectives or services are related to goals and objectives of the URA Plan, and that has a significant presence or interest in the URA Plan.

~~(iv) with PDC. These partners would be voting members of the URAC.~~

- b) **At-Large Member.** Individuals appointed to represent the interests of like stakeholders at large. These members would typically be residents, property owners, or business interests within the URA or greater Portland ~~Area~~ area.

- 3. Alternate Member.** ~~The PDC Board may appoint individuals to be an alternate representative of an organization or at large member to substitute for a regular member who is absent from a URAC Meeting.~~

- 4. Ex-Officio Member.** ~~Public agencies or City of Portland bureaus — other than PDC — with an identifiable role in the implementation of Plan goals and objectives through the development of related policies and plans, project funding or project construction.~~

- a) ~~Ex-officio members are entitled to participate in all meetings and discussions of the URAC, but may not serve as an officer, or vote on any matter.~~

b) Ex officio members are not restricted from providing the PDC Board or staff with feedback through other means of normal communications.

c) **5. Taxing Jurisdiction Partners.** Partner Members. Public agencies ~~that which~~ have an interest in the implementation of urban renewal plans because they forego a significant amount of tax revenue that would normally be spent making investments in their respective areas of operation. ~~These partners would be identified by Intergovernmental Agreements. This member category may be designated by PDC when new URA Plans are adopted or existing URA Plans increase maximum indebtedness.~~

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d) **6 Alternates.** The PDC Board may also appoint an Alternate for any member in classification "a" through "c." Alternates may serve as a substitute when the member they are alternating for is absent from a URAC Meeting. Alternates may vote or participate in a URAC meeting as a member, when the member they are alternating for is absent.

3. Appointments.

a) Appointment Term.

- (i) Terms shall be for a fiscal year period, beginning on July 1 and ending on June 30.
- (ii) A term length may be for a one, two or up to three year periods.

b) Term Limits.

- (i) A regular member is limited to six consecutive years on the URAC. Appointments to an initial term of less than three years or a partial term to fill a vacancy will not count against this limit.
- (ii) The total length of service on a URAC cannot exceed six years.

(ii) Exceptions.

- Term limits do not apply to an alternate or ex officio member.
- At the discretion of the PDC Board, an individual otherwise ineligible for appointment may be appointed or reappointed in the following circumstances:
 - If the URAC would benefit from the individual's historical background and service on the URAC; OR
 - If an organization is unable to identify a different representative and has made a demonstrated good faith effort to do so.

b) **c) Application Process.** The appointment of any new or replacement URAC member shall be based on applications received from interested organizations or individuals; preceded by public notice of vacancies and outreach to potential applicants.

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B. E. Attendance Standards. ~~URAC members and alternates~~Members are responsible for attending all regular URAC meetings ~~for the member~~ to be considered in good standing. After ~~a member misses~~missing two regular meetings in a ~~fiscal~~ year.

~~If an at large member or alternate, the URA Manager, PDC staff shall take the following actions, based on membership category, in consultation with the PDC Board and URAC Chair, will contact:~~

- ~~+ 1. Contact~~ the member to confirm interest in participation and ability to attend ~~future meetings.~~
- ~~2. If an organization representative or alternate, the URA Manager, in consultation with the URAC Chair, will contact the organization or taxing jurisdiction board or staff to confirm the organizations' their continued interest in being represented on the URAC, and receive assurance a that their representative or Alternate will attend future meetings.~~
- ~~3. If a member, alternate or organization will not or cannot commit to If, after PDC has taken the actions described in subsections (1) or (2) above, the representative misses two consecutive regular attendance, the Executive Director meetings, PDC staff, in consultation with the PDC Board Chair, URAC Chair and URA Manager, may declare the appointment vacated, and may take steps to appoint a new representative.~~

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C. F. Officers; Term; Election

1. Officers.

- a) ~~Eligibility. Must be a current regular member of the URAC All Board appointed URAC members are eligible for Officer positions; accept for Alternates who are ineligible.~~
- b) ~~Chair.~~ The URAC Chair shall ~~be a full voting member of the URAC and~~ have the following role:
 - (i) Represent perspective of URAC as a whole; advocate for the whole URAC.
 - (ii) Spokesperson for URAC to media and community in coordination with PDC.
 - (iii) Initial contact for other URAC members concerns, questions or suggestions regarding URAC procedures or agenda.
 - (iv) Consult with the ~~URA Manager~~PDC staff on scheduling meetings and meeting agenda preparation.
- (v) Preside over URAC meetings; including responsibility for:
 - Calling a meeting to order.
 - Keeping order and imposing any reasonable restrictions necessary for the efficient ~~and,~~ orderly, ~~and respectful~~ conduct of a meeting.
 - Managing discussion and debate in a neutral manner providing equal opportunity for all URAC members to participate.
 - Ensuring that at each regular URAC meeting there is an opportunity for ~~anyone from~~ the general public to address the URAC.
 - Accepting motions and amendments from URAC members.
 - ~~conducting~~Conducting a vote in accordance with URAC policy procedures.
 - Declaring a quorum for the purposes of voting.

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- Declaring the results of a vote.
 - Declaring a meeting adjourned.
- (vi) Work with URAC members to uphold attendance standard.
- (vii) Present official recommendations or communications to the PDC Board or Executive Director on behalf of the URAC, when authorized by the URAC.
- c) **Vice Chair/Co-Chair.** At the URAC's discretion, it shall have either a Vice Chair or Co-Chairs. This preference shall be decided prior to the formation of a Nominating Committee (defined below) each year.
- (i) The Vice Chair shall perform functions of the Chair in the Chair's absence, ~~and be a voting member of the URAC.~~
 - (ii) The Co-Chairs shall share equally all roles and responsibilities otherwise described for the Chair in these procedures; ~~and be voting members of the URAC.~~

2. 2. Term. ~~URAC Officers shall be elected annually.~~ The term for URAC officers ~~shall be for one (1) year, beginning upon begin on the date of election at the first meeting in July and ending~~ upon election of new officers the ~~following July year.~~

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3. 3. Election of Officers

- a) **Nominating Committee.** ~~At least two (2) months prior~~ Prior to the end of officer terms, ~~and in consultation with~~ the PDC Board ~~URAC~~ Chair, ~~PDC staff~~ will call for volunteers to form a nominating committee, ~~comprised composed~~ of at least two URAC members not seeking election and the ~~URA Manager~~ ~~PDC staff~~ (collectively, the "Nominating Committee"). The Nominating Committee's role is to:
- (i) Accept nominations and/or seek nominees for officers to propose to the URAC for election.
 - (ii) Obtain confirmation from nominees of their willingness to serve.
- b) **Election.** ~~At the first meeting of the URAC in July each year, a~~ A URAC will elect a Chair and Vice Chair, or two (2) Co-Chairs, with service to take effect immediately upon election. Alternates shall not participate in elections or election procedures.
- (i) **Chair and Vice Chair:**
- The Nominating Committee will present their nominations for Chair.
 - The Chair will accept additional nominations from ~~the~~ ~~URAC Members~~ prior to the vote for Chair, provided there is:
 - 1) ~~a~~A second for the nomination among ~~voting members~~~~those~~ present,
 - 2) ~~that a~~ nominated person is present, and
 - 3) ~~the~~The person accepts the nomination.
 - ~~The Provided a quorum is present, the~~ Chair will be the first person to receive ~~the votes of~~ a simple majority of all ~~voting members~~ present at the meeting.
 - If there are more than two candidates and neither one receives ~~the votes of a majority of all present at the meeting, the candidate receiving the fewest votes will be deleted from the ballot, and another~~

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vote will be taken on the remaining candidates. If necessary, this procedure will be repeated until someone receives a majority.

- A separate vote will then be held for the position of Vice Chair, following the same process as the vote for the Chair.

(ii) a majority of the votes Co-Chairs:

- The Nominating Committee will present its nominations for Co-Chairs.
- The Chair will accept additional nominations from the URAC prior to the vote for Co-Chair, provided:
 - 1) There is a second for the nomination among those present.
 - 2) A nominated person is present, and
 - 3) The person accepts the nomination.
- Provided a quorum is present, the first Co-Chair will be the first person to receive the votes of a simple majority of all present at the meeting.
- If there are more than two candidates and neither one receives the votes of a majority of those present at the meeting, the candidate receiving the fewest votes will be deleted from the ballot, and another vote will be taken on the remaining candidates. If necessary, this procedure would be repeated until someone receives a majority.
- A separate vote will then be held for the position of Vice Chair, following the same process as the vote for the Chair.

(i) Co-Chairs:

- The Nominating Committee will present their nominations for Co-Chairs.
- The Chair will accept additional nominations from URAC Members prior to the vote for Co-Chair, provided there is:
 - 1) there is a second for the nomination among voting members present,
 - 2) that a nominated person is present, and
 - 3) the person accepts the nomination.
- The first Co-Chair will be the first person to receive a simple majority of all voting member present at the meeting.
- If there are more than two candidates and neither one receives a majority of the votes, the candidate receiving the fewest votes will be deleted from the ballot, and another vote will be taken on the remaining candidates. If necessary, this procedure would be repeated until someone receives a majority.
- A separate vote will then be held for the second Co-Chair, following the same process described above.

b) Special Meeting. Nothing in the foregoing shall prevent the URAC from calling a special meeting for the purpose of electing officers.

- G. **Public Meetings and Records.** A URAC is subject to the Oregon Public Records and Meetings ~~Law~~Laws (ORS 192.410 to 192.505 and 192.610 to 192.690). In addition to other elements of this policy designed to comply with that law, the requirements below must also be followed:
1. All meetings must be open to the public.
 2. While meetings must be open to public attendance, they do not have to be open to public ~~participation~~testimony / comment, except that an opportunity for public testimony prior to any vote is required.
 - a) The Chair controls the extent of public ~~participation~~testimony / comment at a meeting.
 - b) A URAC may adopt additional guidelines for public participation to aid Chairs in being fair and consistent at meetings (e.g., restricting testimony to 3 minutes).
 2. Although informal gatherings of URAC members outside of an official meeting is permissible under the law, the intent of such a gathering may not be to deliberate issues and no decision may be made. Members constituting a quorum must avoid any group discussion of the business of the URAC during private social gatherings.
 3. ~~The URA Manager~~PDC staff is responsible for ~~keeping~~managing all URAC records in accordance with PDC's ~~adopted~~ Records Management Policy; and ~~making available for public access in accordance with the adopted PDC Public Records Access Policy~~policies.

H. Meetings

1. **Regular Meetings.** ~~A~~An URAC must hold ~~at least one~~ regular meeting each July and should hold regular meetings at least quarterly during the balance of the year as determined by ~~the URA Manager in consultation with the PDC Board Chair~~staff.
2. **Special Meetings.** A special or emergency meeting may be called by ~~the URA Manager~~PDC staff in consultation with the URAC Chair ~~and PDC Legal Counsel to meet needs of the PDC Board or the URAC~~.
3. **Meeting Logistics.**
 - a) Meetings should be held within the geographic boundaries of the URA whenever practical, or as close as possible ~~if~~ for the sake of convenience to URAC members and the general public.
 - b) Meetings should be held at a time and place most suitable to the membership, and that facilitates public attendance.
 - c) Meetings must be held in a ~~handicap~~ADA-accessible facility.
 - d) Meetings must be held in a non-smoking facility.
 - e) A good faith effort must be made to make meetings accessible to people with hearing impairment or other disabilities. Public meeting notices should contain a statement to the effect, "If an individual is in need of special accommodation, contact ~~(name of PDC staff)~~ at least 24 hours in advance." If someone indicates the need for a special accommodation, PDC staff ~~are~~is responsible for providing reasonable accommodation.

4. **Meeting Notice.** Public notice of any meeting of a URAC is required, and is the responsibility of ~~the URA Manager~~PDC staff.
- a) The public notice must include the date, time, place and a brief description of the nature of the ~~principle~~principal subjects to be discussed. Issues which were unknown at the time of notice, and therefore not listed, may be discussed and voted on.
 - b) Actual (direct) notice must be provided to specifically interested persons, such as URAC members and alternates, and others who have requested notification in writing, including any media; and parties with a special interest in a particular agenda item.
 - c) Reasonable notice must also be provided to the public at large, although this does not need to be direct. This would be at a minimum an advertisement in a widely circulated newspaper and posting on the PDC and City of Portland ~~website~~websites.
 - d) The amount of notice given under the law must be reasonable, but no specific amount of time is required.
 - e) Special (i.e., non-regular) meetings may be called with a minimum of 24-hour notice.
 - f) Emergency meetings may be held with less than 24-hour notice. Only the emergency issue(s) may be dealt with at an emergency meeting.
 - g) The URAC shall provide a recommendation to ~~the PDC Board~~staff on additional ways to publicize meetings of the URAC to stakeholders and interested community members.

4. **Meeting Agenda.** ~~The URA Manager is responsible for:~~

- a) ~~Preparing a meeting agenda in consultation with the URAC Chair. The agenda must contain the following items at the outset of the meeting prior to conducting any other business:~~
 - (i) ~~Call to order~~
 - (ii) ~~Roll call~~
 - (iii) ~~Approval of prior meeting summary~~
 - (iv) ~~Approval of meeting agenda~~
 - (v) ~~Opportunity for URAC members to disclose any potential conflict of interest with items on the agenda and recording of the same~~
 - (vi) ~~Opportunity for public comments on items not on the agenda~~
- b) ~~Distributing the agenda to URAC members at least three (3) days prior to a regular meeting; and 24 hours prior to a special meeting.~~
- c) ~~Making readily available to interested stakeholders and the general public prior to the meeting through appropriate means (e.g., posting on the PDC website) in a timely manner.~~
- e) ~~The URAC shall provide a recommendation to the PDC Board on additional ways to publicize meeting agenda of the URAC to stakeholders and interested community members.~~

5. **Voting.** All official actions (e.g., officer elections, recommendations, decisions, and communications) must be taken by open vote during a public meeting of the

URAC.- Alternates are only permitted to vote when the representative they are alternating for is not present.

- a) **Quorum.** A majority of ~~voting~~ URAC members must be present in order to vote on an official action.
- b) **Procedure.** When a matter is considered by the URAC with the intent of taking some action, the Chair should follow this process:
 - (i) Presentation
 - (ii) URAC Discussion
 - (iii) Public Comments
 - (iv) Motion and second to take action
 - (v) Debate
 - (vi) Secondary motions
 - Debate
 - Vote on secondary motion
 - (vii) Chair seeks consensus to close debate
 - (viii) Chair calls the question
 - (ix) Vote by membership. The vote of each member must be recorded by name. Results of all votes must be made public and kept in the minutes of the meeting.
 - (x) ~~A-Provided a quorum is present, a simple majority of voting members present~~ is necessary to adopt or reject a motion.

I. General Rules and Conflict of Interest

1. A URAC may not otherwise adopt or practice any procedure which is in conflict with this policy, other PDC policies, or the Oregon Public Meetings Law.
2. All individual members of a URAC are considered “public officials” and therefore subject to Oregon Government Ethics laws related to ethics and conflict of interest- (ORS Chapter 244). As needed, URAC members will be provided orientation and information on these standards.
3. All individual members of a URAC are considered “PDC Officials” and therefore subject to certain provisions of the PDC Code of Conduct; and in addition, are also legally bound to the standards of conduct and ethics contained in the Portland City Code (Chapter 1.03). As needed, URAC members will be provided orientation and information on these standards.
4. URAC members are called upon to make recommendations that, if adopted, will have a broad impact on the entire URA and, in many circumstances, individual properties. Many URAC members may have property interests located in the URA, a business located in the URA, or a business that does work with property owners or businesses located in the URA. As such, URAC members may be met with conflicts of interest when participating in the URAC’s business of submitting recommendations to the PDC Board. Because the PDC Board is not obligated to accept or enact any of the recommendations made by the URAC, URAC members cannot have actual conflicts of interest, although they may have potential conflicts of interest. An actual conflict of interest would not occur for a URAC member because there would be no certain or specific financial impact from a non-binding recommendation.

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5. Oregon Government ~~Standards and Practices~~Ethics laws define potential conflict of interest at ORS 244.020(~~1412~~). A potential conflict of interest exists when an official takes action that could have a financial impact on that official, a relative of that official or a business with which the official or the relative of that official is associated.
6. When a URAC member is met with a potential conflict of interest, ORS 244.120(2)(a) requires that the nature of the potential conflict of interest be publicly disclosed. Such disclosure of a potential conflict of interest by a URAC member should be made upon review of the meeting agenda at the beginning of regular URAC meetings prior to any discussion or deliberation of any agenda items;~~s~~ otherwise such disclosure must occur prior to any deliberation or discussion of the matter in question. Once the disclosure has been entered into the public record the URAC member may participate in any subsequent discussion and vote on the matter giving rise to the potential conflict of interest. Each time a URAC member is met with a potential conflict of interest this disclosure must be made, but only one time on each occasion (ORS 244.120(3)).
7. If uncertain about whether or not a conflict of interest exists on a particular matter, the URAC member is encouraged to consult with the PDC General Counsel in advance of a meeting.

6. Meeting Summary.

- a) ~~The URA Manager is responsible for producing a written summary of every URAC meeting.~~
- b) ~~Minutes ("Meeting Summaries") must be taken at all meetings and made available to the public, upon request, within a reasonable time period following the meeting. If the minutes have not yet been approved by the URAC, they should be identified as "draft."~~
- c) ~~The Meeting Summary does not have to be a verbatim transcript of the meeting, but should at a minimum summarize discussions and actions, and include the following:~~
 - (i) ~~Members present and absent.~~
 - (ii) ~~Disclosure(s) of potential conflict of interest, if any, by URAC members.~~
 - (iii) ~~Reports, presentations, and proposals discussed and their disposition.~~
 - (iv) ~~Results of all votes taken and the vote of each member by name.~~
 - (v) ~~The substance of any topic and any discussion.~~
 - (vi) ~~A reference to any public documents which were discussed or distributed.~~
- d) ~~The Meeting Summary is subject to review, revision and approval by the URAC at their subsequent regular meeting.~~
- e) ~~When any feedback or recommendation is formally communicated to the PDC Board, a copy of the meeting summary, or draft meeting summary, shall be included.~~

D. J. Communications:

1. **Individual member communications.** Individual URAC members are free to communicate their personal opinions to City Commissioners, the PDC Board, PDC staff or the media; ~~and, However,~~ within a written ~~communications~~ communication, or during ~~the~~ a verbal conversation ~~members~~ should clarify that their opinions are personal and not a position or opinion of the URAC.
2. **Official URAC Communications.** Any official recommendation, request, or response of the URAC to public officials, the PDC Board or PDC staff should be transmitted in writing, signed by the URAC Chair, and be reviewed in advance by the entire URAC if possible, or contain language that the URAC has otherwise approved.

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