

ARTICLE I. NAME AND MEMBERSHIP

Section 1. Name of Association

The name of this organization shall be the Columbia Region Association of Governments, hereinafter referred to as CRAG.

Section 2. Membership

(a) General members of CRAG are Clackamas, Multnomah and Washington Counties in the State of Oregon and all incorporated cities within those counties.

(b) General associate members of CRAG include any county bordering any of the general member counties and any incorporated city within such a county that agrees to join CRAG under conditions established by these Charter Rules and other rules of CRAG and agrees to contribute financially on the same base assessment as general members contribute.

(c) Special associate members of CRAG shall consist of the following governmental units who agree to join CRAG under conditions established by these Charter Rules and other rules of CRAG and who contribute financially a sum agreed to by the governmental unit and the Board of Directors and approved by the General Assembly:

The State of Oregon;
The State of Washington;
The Port of Portland, operating under ORS Chapter 778, and
Tri-County Metropolitan Transportation District, operating
under ORS Chapter 267.

ARTICLE II. PURPOSE AND POWERS

Section 3. Purposes

The purpose of CRAG is to provide for properly coordinated regional planning in the Portland metropolitan area, to provide a method of organizing and managing a representative regional planning district in said area, and to perform such other duties as may be prescribed by law.

Section 4. Powers

CRAG shall have all powers and perform all duties and functions granted to it by statute or rule of this State or the United States, interstate compact, intergovernmental agreement or other authority as fully as though these Charter Rules specifically enumerated each of these powers and functions.

Section 5. Where Powers Vested

Except as these Charter Rules provide otherwise, all powers of CRAG shall reside in its General Assembly and its Board of Directors.

ARTICLE III. GENERAL ASSEMBLY

Section 6. Representation and Votes

(a) Each member shall be represented in a General Assembly and shall have one vote.

(b) In addition, each general and general associate member with a population greater than 25,000 shall have one additional vote for each increment of 25,000 (or a majority thereof) over the initial 25,000 population.

(c) For the purpose of this section, the population of a county shall be considered as that portion of the population outside of the cities in the county, and all population figures shall be those determined by annual population estimate or census recognized for state purposes.

Section 7. Representatives

(a) The governing body of each general and general associate member shall appoint at least one member of its body to be a General Assembly representative.

(b) The Governor for state special associate members and the governing boards of other special associate members shall each appoint a General Assembly representative.

(c) Each appointing authority shall certify to the Executive Director the name(s) of its General Assembly representative(s) and the length of his term of office which may be indefinite.

(d) No member shall provide more voting representatives than it has votes in the General Assembly.

Section 8. Alternates

(a) For each representative appointed to the General Assembly, the appointing authority may appoint an alternate who shall have the same qualifications as the representative. The alternate may attend General Assembly meetings and participate in debate and discussion, but may introduce motions and vote only in the absence of the representative for whom he is an alternate. The term of office of an alternate shall be the same as the term of office of the representative for whom he is an alternate. (As amended by resolution GA 750104, January 30, 1975)

(b) The appointing authority of each member shall certify to the Executive Director the names of all General Assembly alternates.

Section 9. Vacancies

A General Assembly representative's office shall be deemed vacant upon the incumbent's death, loss of qualifications to office, resignation or removal by the appointing authority.

Section 10. Officers.

(a) At its first meeting each year, the General Assembly shall designate from its representatives who are also on the Board of Directors, a chairman and vice chairman for the remainder of the year or until their successors are designated. (As amended by resolution GA 750104, January 30, 1975).

(b) The chairman shall preside at all meetings of the General Assembly, and in his absence the vice chairman shall preside.

(c) The chairman and vice chairman shall be elected officials of general or general associate members of CRAG.

Section 11. Meetings.

(a) The General Assembly shall hold a regular meeting at least every six months each year at a time and place determined by the Board of Directors.

(b) The Board of Directors may, or upon the written request of General Assembly representatives of at least three general or general associate members, call a special meeting of the General Assembly.

Section 12. Notice and Agenda

(a) Except in cases of emergency declared by the Board of Directors, notice of all meetings of the General Assembly shall be given to each representative at least twenty (20) days prior to each meeting, and an agenda shall be mailed, to an address indicated by each representative, at least five (5) days before the meeting. Where an emergency is declared to exist such notice as is appropriate to the circumstances shall be given and a reasonable effort shall be made to contact each representative.

(b) A General Assembly representative may submit an item(s) for the agenda to the Executive Director, for review by the Board of Directors, up to the day of the Board of Directors meeting prior to a scheduled General Assembly meeting.

(c) A General Assembly representative may request inclusion of an item not on the agenda, and it will be added thereto if

approved by a majority of a quorum of the General Assembly present and voting.

Section 13. Quorum, Vote and Procedure.

(a) A quorum for transacting business shall consist of a majority of the votes of the General Assembly.

(b) Voting shall be by voice vote unless a roll call vote is requested by representatives of at least two members.

(c) Where not otherwise provided by rule of the Association, General Assembly proceedings shall be conducted in accordance with the latest edition of "Roberts Rules of Order Newly Revised".

Section 14. Record of Proceedings

The Executive Director shall cause a record of General Assembly proceedings to be kept.

Section 15. Assessment, Program and Budget

(a) The General Assembly shall approve the amount of assessment each member shall pay for the support of CRAG.

(b) The General Assembly shall approve on or before June 30 each year a program and budget for the following fiscal year; however, budget and program revisions may be made during a fiscal year by the Board of Directors.

ARTICLE IV. BOARD OF DIRECTORS

Section 16. Member Representation

The Board of Directors shall consist of:

(a) One director appointed from the governing body of each member county, by the governing body.

(b) One director appointed from the governing body of each member city over 300,000 population, by its governing body.

(c) One director each, appointed by separate caucuses (called by the mayor of the most populous city within each county) of the mayors of all cities that are members from within the county. For the purpose of this subsection, city does not include cities over 300,000 population and the whole population of a city shall be deemed to be within only that county where the majority of the city's population resides.

(d) One director from each of the special associate members, chosen in the manner specified for selection of their General Assembly representatives.

Section 17. Votes

(a) Except as provided in subsection (b) of this section, directors shall be entitled to cast the same number of votes as could be cast in the General Assembly by the members which the director represents on the Board of Directors.

(b) Directors selected by caucus of mayors shall only cast the number of votes which could be cast in the General Assembly if the population of all cities which he represents were combined and deemed to be one city.

Section 18. Director Qualifications

(a) Except for directors of special associate members, only General Assembly representatives may be appointed to the Board of Directors.

(b) Each appointing authority shall certify to the Executive Director the name of its director appointed to the Board and the length of his term of office which may be indefinite.

Section 19. Alternates

(a) For each director appointed to the Board, the appointing authority may appoint an alternate who shall have the same qualifications as the director. Only in a director's absence may an alternate participate and vote in a meeting of the Board. The term of office of an alternate shall be the same as the term of office of the director for whom he is an alternate.

(b) The appointing authority shall certify to the Executive Director of CRAG the name of its director alternate.

Section 20. Vacancies

A Board of Director's office shall be deemed vacant upon the incumbent's death, loss of qualifications to office, resignation or removal by appointing authority.

Section 21. Officers

(a) The chairman and vice chairman of the General Assembly are respectively the chairman and vice chairman of the Board of Directors with the vice chairman serving as chairman in the chairman's absence.

(b) Within thirty (30) days of a vacancy in the office of chairman or vice chairman, the Board of Directors shall select from its members a new officer to serve for the balance of the unexpired term.

Section 22. Meetings

(a) The Board of Directors shall hold a regular meeting at least once each month at a time and place designated by the chairman at least eight (8) days in advance of the meeting.

(b) The chairman upon his own motion or at the written request of three directors shall, by giving telephonic or other notice thereof to all directors, call a special meeting of the Board for a time not earlier than forty-eight (48) hours after the notice is given.

Section 23. Quorum and Vote

(a) Twenty-five (25) percent plus one (1) of the votes of the Board, plus a majority of the directors of the Board, shall constitute a quorum for the transaction of its business.

(b) A majority of the votes present, but not less than twenty-five (25) percent plus one of the votes of the entire Board, plus affirmative votes of not less than three (3) general or general associate member directors present shall be necessary to decide any question before the Board, provided, however, that when a question receives not less than twenty-five (25) percent plus one of the votes of the entire Board but fails to receive the affirmative votes of three (3) or more general or general associate member directors, any director may move for reconsideration of the question at the same meeting, or, with notice of intent to so move having been given each director in the manner provided in Section 22 for notice of meetings, at the next subsequent meeting. (As amended by resolution GA 750205, February 27, 1975).

Section 24. Powers and Record of Proceedings

(a) Except as otherwise provided in these Charter Rules, the Board of Directors may adopt such rules and revise or amend existing rules and do all other acts as it considers necessary for carrying out the functions and powers of CRAG.

(b) The Board shall adopt rules for the government of its members and proceedings and where not otherwise provided by these Charter Rules or Board Rules, Board of Directors proceedings shall be conducted in accordance with the latest edition of "Roberts Rules of Order Newly Revised".

(c) The Executive Director shall cause a record of Board of Directors proceedings to be kept.

Section 25. Reciprocity Vote Requirements

(a) In decisions by the Board of Directors on matters in which associate members are not on an equal basis relative to the ability of CRAG to effectuate a similar decision equally throughout

the territory of an associate member due to lack of legal authority or failure of state or federal policy to provide it, those directors from associate members in which CRAG's decision could not be equally enforced shall not vote and their votes shall not be considered for quorum purposes.

(b) When any member of the Board of Directors believes such a decision is under consideration, the Board of Directors shall determine if the decision is of such a nature to preclude participation by some directors and if so, identify which directors are so precluded. This determination shall be conclusive on the issue.

(c) The General Assembly shall apply subsections (a) and (b) of this section to similar decisions before it.

Section 26. Land Use Decision Procedures

Prior to the exercise of authority granted by subsections 1, 2, 3, 4, or 6 of section 9 (ORS 197.755) of Chapter 472, Oregon Laws 1973, the Board of Directors shall submit to the General Assembly for its approval procedural rules to be followed by the Board in order for it to exercise the granted authority. Such procedural rules shall give consideration among other things to the need for citizen participation, political unit responsibility and private party interest.

ARTICLE V. EXECUTIVE DIRECTOR

Section 27. Chief Administrative Officer

(a) The chief administrative officer of CRAG shall be an Executive Director.

(b) The Executive Director shall be chosen and removed under terms established by the Board of Directors.

Section 28. Duties

The Executive Director shall:

(a) Perform such functions as are prescribed by these Charter Rules and other rules of CRAG.

(b) Keep the General Assembly and the Board of Directors advised about the needs and affairs of CRAG, make written reports concerning its activities, and furnish minutes of all meetings of the Board of Directors and General Assembly to all members of the General Assembly upon request.

(c) Appoint and, when he deems it necessary, suspend or remove all employees and appointive administrative officers. He

may authorize any administrative officer who is subject to his direction and supervision to exercise those powers with respect to subordinates in that officer's department.

(d) Have authority, subject to the approval of the Board of Directors, to change, consolidate or abolish any of the positions, departments, or divisions of the administrative organization.

(e) Prepare a proposed annual work program and budget on or before March 1 for submission to the Board of Directors for adoption and recommendation to the General Assembly and upon its adoption execute the work program and budget. Further, he shall prepare any revisions to the work program or budget for submission to and adoption by the Board of Directors.

(f) Act as fiscal agent for the Board; apply for, receive and disburse monies, grants, gifts and loans and enter into contracts and agreements to execute the work program and other directives of the Board.

(g) Cause personnel rules to be prepared and submit them to the Board of Directors for adoption.

(h) Develop a system of finance and accounts which will permit control of expenditures and the accounting for income and disbursement of funds of CRAG.

ARTICLE VI. MISCELLANEOUS PROVISIONS

Section 29. Amendments

These Charter Rules may be amended only by a majority of the votes of the General Assembly.

Section 30. Time of Effect

These Charter Rules shall take effect ten (10) days after publication in the bulletin published by the Oregon Secretary of State under ORS 183.360.

Section 31. Transition

(a) CRAG under these Charter Rules succeeds to all existing rights and privileges and shall be liable for all obligations entered into and executed by the Columbia Region Association of Governments organized under intergovernmental cooperation agreement.

(b) All rules and other provisions of that organization not inconsistent with these Charter Rules or other rules promulgated hereunder in force when these Charter Rules take effect shall remain in effect until amended or repealed.