

reason, unable or unwilling to complete his or her term, the Commission shall elect a successor to complete the remainder of the term.

## SECTION 4: COMMITTEES

- 4.1 The Port shall have three standing Regular Committees: Airport Advisory, Marina Advisory, and Safety. A Budget Committee also shall be established as required by Oregon law and as further provided in the Section titled “Budget Process” below. Special or ad-hoc committees may be authorized as needed.
- 4.2 Duties and responsibilities of committees shall be as directed by the Commission. Unless specifically authorized by the Commission or otherwise provided for by law, all committees are advisory only and have no decision-making authority, nor shall they create any binding precedent or obligation for the Port. Committees shall report on their activities at Regular Commission meetings.
- 4.3 Unless otherwise prescribed by law, all committees shall organize and operate according to the following procedures:
- A. With the exception of the Budget Committee, a committee member’s term of service automatically ends on June 30 of the second year after appointment. Members may resign without notice. A committee vacancy, regardless of the reason for the vacancy, shall be filled by the President, as provided in these Bylaws.
  - B. The term of a committee member shall expire if the committee member is absent from four or more consecutive committee meetings and the committee or the Commission declares the position vacant.
  - C. On an annual basis, committee members shall select from among themselves a Committee Chair; a Vice Chair, and a Secretary. A Port of Astoria commissioner may not serve as Chair, Vice Chair, or Secretary on any committee.
  - D. The Chair shall prepare the agenda for all committee meetings; preside over, conduct and preserve order at all committee meetings; and enforce the rules of the Commission as provided herein. The Chair may, in his or her discretion, implement the procedural rules provided in these Bylaws on committee proceedings in order to effectuate the intent of the meeting.
  - E. The Vice Chair shall fulfill the duties of the Committee Chair in his or her absence.
  - F. The Secretary shall take minutes of committee proceedings. The minutes shall, at minimum, summarize the proceedings of the committee meeting and the principal positions taken with respect to matters discussed by the committee. Upon committee approval of the minutes, the Secretary shall transmit a copy of the minutes to the Commission

- 4.4 **Committees shall be convened at the request of the Commission President, who shall direct an oral or written notice containing a meeting time and date to each committee member at least five (5) days before any scheduled committee meeting.**
- 4.5 The President may, from time to time, assign commissioners to serve on non-Port of Astoria committees within the district when representation on those bodies would serve the interests of the Port.

## **SECTION 5: MEETINGS**

- 5.1 Public Comment. Commission meetings are business meetings of the Commission – they are not meetings of the public. Although it is an important part of the Commission’s work to seek public input when appropriate, the Commission shall be under no standing obligation to take public comment. Public comments shall be at the discretion of the President of the Commission, and may be limited in subject matter or duration as directed by the President.
- 5.2 Regular Meetings. The Regular Meeting of the Commission will be held on the third Tuesday of each month at 4 p.m. in the Port board room, or at the place and time as fixed by the President of the Commission.
- 5.3 Workshops. Workshops may be held between regular meetings for the purpose of informing the Commission on pertinent issues, and to study projects and proposals before taking action. When possible, the agenda for workshops should be limited to one or two subjects. Workshops shall be considered “regular meetings” for purposes of Oregon’s Public Meetings laws and these Bylaws. When necessary or advisable, the Commission may take official action on items discussed at a Workshop.
- 5.4 Special Meetings. The President shall call a Special Meeting of the Commission after receiving a written request from any three (3) commissioners (one of whom may be the President). The request must state the purpose for which the meeting is requested.
- 5.5 Emergency Meetings. The President may call an Emergency Meeting with less than twenty-four (24) hours’ notice when unforeseen circumstances arise that require prompt action of the Commission.
- 5.6 Executive Sessions. The President may call an executive session only as authorized by, or required by, Oregon Revised Statutes chapter 192. Executive Sessions may be called at a Regular, Special or Emergency meeting or Workshop. Before going into executive session, the President, or his or her designee, shall announce the statute(s) authorizing the executive session. No final votes may be taken in executive session.
- 5.7 Notice. Public notice for all meetings of the Commission, including executive sessions, shall be provided in the following manner: