

## Summary of Major Proposed Revisions of the Bylaws of the Neskowin Citizen Advisory Committee (NCAC)

A brief summary of significant recommended amendments is below. Note that wording has been moved among articles and sections, and is not generally noted below. A more complete list of amendments as well as the *Proposed Bylaws* document is available on the NCAC website. Please contact the Bylaws Subcommittee at [ncacbylaws@gmail.com](mailto:ncacbylaws@gmail.com) with any comments or questions.

Article and Section	Changes
Article 3. Members Section A: NCAC Area	Clarifies boundary area for membership to encompass the Neskowin watershed within Tillamook County. Current members remain within the boundary
Article 3. Members Section B: Member Definition	<ul style="list-style-type: none"> <li>• Defines member types for resident, property owner and Business owner (formal definitions are in Article 10)</li> <li>• Limits members per property to up to four authorized persons per property for each category type, with the proviso that any individual who qualifies for membership shall have only one vote</li> </ul>
Article 3. Members Section D: Member Rights	<ul style="list-style-type: none"> <li>• Clarifies that voting and eligibility for membership will be done on the honor system</li> </ul>
Article 4. Officers	<ul style="list-style-type: none"> <li>• Creates an Immediate Past Chairperson position, who may serve as an ex-officio officer for the first year of the Chairperson's term to provide continuity and support</li> <li>• Creates an optional Parliamentarian position as an officer appointed by the NCAC Chairperson to attend NCAC general and executive board meetings and give advice on parliamentary procedure when requested</li> <li>• Many minor amendments to the various officer duties</li> </ul>
Article 4. Officers Section B: Nominations & Elections	<ul style="list-style-type: none"> <li>• Changes <i>from</i> communication of slate by Nominations Committee at least seven days before election meeting <i>to</i> communication of list of candidates by Outreach Task Force at least 14 days before election meeting</li> <li>• Election: adds that a voice vote may be held if only one candidate for an office</li> </ul>
Article 4. Officers Section D: Removal from Office	<ul style="list-style-type: none"> <li>• Adds new section recommended by Robert's Rules of Order</li> </ul>

Article 5. Meetings	<ul style="list-style-type: none"> <li>• Requires meetings to be held either virtually or hybrid, the latter required to have real-time discussion among members attending electronically and in person; no solely in-person meetings allowed</li> </ul>
Article 5. Meetings Section A: Membership Meetings	<ul style="list-style-type: none"> <li>• Changes election of officers to the April Membership meeting (from June) to allow the new board to plan for the upcoming year; no change in term dates</li> <li>• Annual meeting continues to be the June meeting for election of subcommittee members and budget approval, etc.</li> <li>• Clarifies way for members to request agenda items be added</li> <li>• Splits current Special Membership Meetings section into two subsections: Special and Urgent</li> </ul>
Article 5. Meetings Section B: Quorums	<ul style="list-style-type: none"> <li>• Increases general meeting quorum from eight to 15 members</li> <li>• Sets quorum of a majority of the members of that body for Executive Board and subcommittee meetings</li> </ul>
Article 5. Meetings Section C: Motions	<ul style="list-style-type: none"> <li>• Clarifies member rights and limits for making motions in a meeting, and the dispensation of the motions</li> </ul>
Article 5. Meetings Section E: Voting	<ul style="list-style-type: none"> <li>• Clarifies how votes will be done and how they are recorded</li> <li>• Specifies procedures for a roll-call voting</li> <li>• Clarifies that a member must be present to vote; no proxy voting allowed (in current bylaws; just not as clearly)</li> <li>• Adds that recommendations made in executive board and subcommittee meetings can be made by consensus, as well as by majority vote</li> <li>• Clarifies how minority viewpoints may be submitted</li> </ul>
Article 6: Executive Board	Entirely new article to describe the composition, duties and actions of the Executive Board, as recommended by Robert's Rules of Order

<p>Article 7: Subcommittees and Task Forces</p>	<ul style="list-style-type: none"> <li>• Defines subcommittee and a new body called a “task force;” states that subcommittees recommend policy and operate under Oregon Public Meeting Law; task forces only implement assigned actions and are not subject to Oregon Public Meeting Law</li> <li>• Specifies that subcommittee members must be elected by the membership (including application information) and task force members may be appointed by the Executive Board</li> <li>• Replaces the Nominations Committee with a standing <b>Outreach Task Force</b> responsible for promoting membership and coordinating the recruitment of officers and subcommittee or task force members</li> <li>• Establishes a standing <b>Communications Task Force</b> (previously communications coordinator) to assist and report to the NCAC Secretary, who holds ultimate responsibility for the duties.</li> <li>• Specifies how new standing or ad hoc subcommittees and task forces are established, and that the details of their operation shall be specified in the P&amp;P</li> </ul>
<p>Article 7: Subcommittees and Task Forces Section A: Bylaws Subcommittee</p>	<ul style="list-style-type: none"> <li>• Clarifies that the Bylaws Subcommittee may suggest bylaws amendments themselves</li> <li>• Requires the subcommittee to review the bylaws annually</li> <li>• Adds that the Bylaws Subcommittee is responsible for maintenance of the Policies and Procedures (P&amp;P), a new document, and how updates shall be recommended and approved; definition in Article 10</li> </ul>
<p>Article 9: Amending the Bylaws</p>	<ul style="list-style-type: none"> <li>• Specifies that the bylaws shall be reviewed annually, and the timing of the referral to the Bylaws Subcommittee for study</li> <li>• Describes how the bylaws subcommittee shall review and propose any amendments to ensure timely, inclusive and transparent decision making</li> <li>• Changes threshold <i>to 2/3 majority from</i> simple majority for adoption of bylaws amendments</li> </ul>
<p>Article 10: Other Bylaws Provisions</p>	<ul style="list-style-type: none"> <li>• New article that defines many of the terms used in the bylaws</li> </ul>