

**ADVISORY COMMITTEE TO THE
OREGON DEPARTMENT OF VETERANS' AFFAIRS (ODVA)**

ARTICLE I. NAME AND GOVERNANCE

Section 1. Name. The name of this organization shall be the Advisory Committee to the Oregon Department of Veterans' Affairs, hereafter called the "Committee."

Section 2. Governance. The bylaws shall govern this Committee in all practices and shall in no way conflict with pertinent statutes of the State of Oregon.

ARTICLE II. PURPOSE, POWERS, AND DUTIES

Section 1. Purpose. The purpose of the Committee, established by Oregon Revised Statute 406.210 through 406.230, is to act in an advisory capacity to the Director of the Oregon Department of Veterans' Affairs concerning all matters upon which the Director requests counsel.

Section 2. Powers and Duties.

- a. In addition to any other powers and duties granted by law, the Committee shall:
 1. Work with the Director to ensure that the needs of the veterans and their dependents and survivors who reside in this state are recognized and addressed in a timely and effective manner.
 2. Review current issues affecting veterans and their dependents and survivors who reside in this state and make recommendations relating to those issues.
 3. Review current operations of the Oregon Department of Veterans' Affairs and make recommendations to the Director concerning the operation of any part of the department.
 4. Make recommendations to the Director for the establishment or revision of programs and entitlements for veterans.
- b. The Governor's appointment of the Oregon Director of Veterans' Affairs, as detailed in ORS 406.020, may not be made without the written approval of the Committee.

ARTICLE III: COMMITTEE MEMBERSHIP, APPOINTMENTS, TERM LIMITS, RESIGNATION, AND REMOVAL

Section 1. Membership. Membership shall be as defined in Oregon Revised Statute 406.210 and consist of nine persons, all of whom are veterans as defined in Oregon Revised Statute 408.225.

Section 2. Appointments. The Governor shall make appointments to fill vacancies on the Committee. Nominations for membership will be obtained as defined in Oregon Revised Statute 406.210, and the Governor shall solicit and consider nominations from the Executive

Committees of Congressionally-chartered veterans' organizations that maintain an Oregon state headquarters. The ODVA Director shall notify those organizations of any current or anticipated vacancy.

Section 3. Term Limits.

- a. The term of an appointed Committee member is four years.
- b. A member may be reappointed for another four year term upon expiration of the member's initial four year term.
- c. A member of the Committee may not serve more than two consecutive terms.

Section 4. Resignation. Resignation from the Committee shall be in writing and received by the Committee Chair.

Section 5. Removal from Committee. Members missing three successive meetings will be subject to a recommendation to the Governor for their removal from the Committee.

ARTICLE IV: FINANCIAL ADMINISTRATION

Section 1. Fiscal Year. The fiscal year for the Committee shall correspond with that of the State of Oregon and shall begin on July 1.

Section 2. Compensation and Expenses. Each member of the Committee is entitled to compensation and expenses as provided in ORS 292.495 (as amended).

ARTICLE V: OFFICERS

Section 1. Elected Officers. The elected officers for the Committee shall be the Chair, Vice Chair, and Secretary.

Section 2. Appointed Officers. The appointed officers for the Committee shall be the Subcommittee Chairs and the Parliamentarian.

Section 3. Qualifications for Office.

- a. The elected and appointed officers shall be Committee members.
- b. Any Committee member who has served one year on the Executive Committee shall be eligible to hold the office of Chair.

Section 4. Terms of Office and Rotation.

- a. The term of each officer shall begin on July 1.
- b. Officers shall serve for a term of one (1) year.
- c. No officer shall hold more than one elected officer position at a time.

Section 5. Vacancies.

- a. A vacancy in the office of Chair shall be filled by the Vice Chair for the Chair's unexpired term.
- b. Vacancies in other elected offices shall be filled for the unexpired term by the Chair, in consultation with the ODVA Director and with the approval of the Committee.
- c. Vacancies in appointed offices shall be filled for the unexpired term by the Chair, in consultation with the Committee and the ODVA Director.

ARTICLE VI: DUTIES OF OFFICERS AND COMMITTEE MEMBERS

Section 1: Duties of Elected Officers

- a. Elected officers shall perform the duties prescribed in these bylaws, by the rules and policies and procedures adopted by the Committee, and by the current edition of *Robert's Rules of Order Newly Revised*.
- b. Chair. The Chair of the Committee shall:
 - 1. Convene and preside over meetings of the Committee and sign on behalf of the Committee.
 - 2. After consultation with the Committee and the ODVA Director, the Chair shall designate Subcommittees, Subcommittee Chairs, and the Parliamentarian.
 - 3. Ensure the Committee's Annual Report to the Governor is submitted in August and reflects the concerns of the members.
 - 4. Ensure officer nominations and elections are held in a timely manner.
 - 5. Ensure the Committee bylaws are reviewed on an annual basis and proposed bylaws changes are discussed and voted upon at the annual meeting in June.
 - 6. In consultation with the ODVA Director, finalize and approve the agenda for each Committee meeting.
- c. Vice Chair: The Vice Chair of the Committee shall:
 - 1. Perform the duties of the Chair in the Chair's absence, and, when acting in this capacity, shall have all the powers and authority of the Chair.
 - 2. Assume the office of the Chair in the event of a vacancy in that office for the Chair's unexpired term.
 - 3. Perform other such other duties as may be assigned by the Chair, the Executive Committee, or the Committee.
- d. Secretary. The Secretary of the Committee shall:
 - 1. Ensure minutes of meetings are taken, distributed in a timely manner, and approved at subsequent Committee meetings.
 - 2. Make available upon request the minutes of the Committee meetings.
 - 3. Ensure Committee meeting dates are set for at least the fiscal year and that meetings are open to the public.
 - 4. Perform other such duties as may be assigned by the Chair, the Executive Committee, or the Committee.

Section 2: Duties of Appointed Officers

- a. Appointed officers shall perform the duties prescribed in these bylaws, by the rules and Policies and procedures adopted by the Committee, and by the most current edition of *Robert's Rules of Order Newly Revised*.
- b. Subcommittee Chairs: The Subcommittee Chairs will:
 - 1. Familiarize themselves with the issues, operations, policies, and procedures within their area of responsibility.
 - 2. Provide quarterly summary reports to the Committee at scheduled meetings.
 - 3. Meet with ODVA department staff leads, as needed.
- c. Parliamentarian. The Parliamentarian shall perform the duties recommended in the most current edition of *Robert's Rules of Order Newly Revised*.

Section 3: Duties of the Immediate Past Chair. The Immediate Past Chair shall:

- a. Serve as the Chair of the Nominating Committee.
- b. In coordination with the ODVA Director, be responsible for signing and submitting the Annual Report to the Governor in August covering the period from July 1- June 30 of the previous fiscal year.
 - 1. Inputs will be solicited from the Committee members and the ODVA Director for the initial draft.
 - 2. Before submission, the final draft will also be circulated to the Committee members and the ODVA Director for final review and comments.
 - 3. Copies of the final Annual Report will be sent to all Committee members, as well as to the ODVA Director.
- c. Install the newly-elected officers at the September meeting.
- d. Serve on the Executive Committee as a voting member.
- e. Serve as an advisor and resource to the Chair, Executive Committee, and the Committee in developing, implementing, and overseeing Committee activities.
- f. Ensure a smooth transition from office, to include providing the incoming Chair with a thorough orientation and organized historical files.
- g. Serve as a mentor to current and future Committee leaders.
- h. Perform other such other duties as may be assigned by the Chair, the Executive Committee, or the Committee.

Section 4: Duties of Committee Members. Committee members shall:

- a. Act as conduits for the exchange of information between the communities they represent and the Committee.
- b. Follow all statutes and administrative rules or work to change, if inappropriate.
- c. Strive for regular attendance, learn about issues affecting the Committee, and shall base recommendations or decisions on statewide perspectives.

ARTICLE VII: NOMINATIONS, ELECTIONS, AND INSTALLATION OF OFFICERS

Section 1: Nominations.

- a. The Nominating Committee shall consist of the Immediate Past Chair and the Chair.
- b. The Immediate Past Chair will serve as the Nominating Committee Chair.
- c. The Nominating Committee shall prepare a list of nominees for Chair, Vice Chair, and Secretary, in consultation with the ODVA Director, to be presented at the March Committee meeting, or in writing to each Committee member at least two weeks before the election in June.
- d. Nominations from the floor will be accepted from Committee members at the June meeting.
- e. The order of succession from Secretary to Vice Chair and from Vice Chair to Chair, requires nomination and election each year.

Section 2: Elections.

- a. Elections shall be held in June at the annual meeting, the last Committee meeting of the fiscal year.
- b. Voting shall be by ballot, and a majority of votes cast by those Committee members present at the annual meeting shall be necessary for election. When there is but one nominee for office, the vote may be taken by voice.
- c. The Committee member elected by the Committee as Chair must be approved by the Governor.

Section 3. Installation of Officers. The elected officers will be installed by the Immediate Past Chair at the September Committee Meeting.

ARTICLE VIII: EXECUTIVE COMMITTEE

Section 1. Composition. The Executive Committee shall consist of the elected officers and the Immediate Past Chair. The ODVA Director will be an ex-officio, non-voting member of the Executive Committee.

Section 2. Duties. The Executive Committee shall:

- a. Have the power to act for the Committee in the interim between Committee meetings, and shall report to the Committee on all actions taken by it.
- b. Perform such duties as may be delegated to it by the Committee.
- c. Not be authorized to amend the bylaws, hold elections, or approve the Governor's appointment for the office of ODVA Director.

Section 3. Meetings. Meetings of the Executive Committee shall be held on the call of the Chair, in coordination with the ODVA Director.

Section 4. Quorum. The quorum of the Executive Committee shall be a majority of the voting members. Proxy voting will not be permitted.

ARTICLE IX: SUBCOMMITTEES

Section 1. Establishing Subcommittees. The Chair may establish standing and special subcommittees, as needed, in consultation with the Committee and the ODVA Director.

Section 2: Purpose. With the approval of the Committee, each subcommittee shall formulate programs and activities to carry on the duties and responsibilities of the Committee.

Section 3. Qualifications and Terms of Subcommittee Chairs and Members.

- a. Subcommittee chairs and members shall be Committee members.
- b. Standing Subcommittee chairs and members shall serve for a term of one year.
- c. Special Subcommittee chairs and members shall serve for a period of time determined by the appointing body.

ARTICLE X: MEETINGS, ANNUAL REPORT, AND MANNER OF ACTING

Section 1. Annual Meeting. The Committee shall hold an annual meeting to conduct elections, amend bylaws, receive reports from officers and subcommittees, and conduct such other business as may properly arise. This meeting shall be held during the month of June.

Section 2. Regular Committee Meetings. The Committee shall:

- a. Hold regular Committee meetings in accordance with Oregon Public Meetings Law (ORS 192.610 through 192.690).
- b. Meet within the state at least once each three months at such times and places as determined by the Committee, in coordination with the ODVA Director.
- c. Meeting dates and locations shall be designated for at least the coming fiscal year at the annual meeting in June.

Section 3. Special Meetings.

- a. Special meetings may be called by the Chair, in consultation with the ODVA Director.
- b. Notice of the date, time, place and business to be brought before the Committee shall be sent out at least seven (7) days in advance.
- c. Only business for which notice has been given shall be transacted.

Section 4: Regular Meeting Agendas.

- a. Agendas will be prepared by the ODVA Director, in consultation with the Committee Chair. The Committee Chair will approve the final agenda.
- b. The Committee Chair will solicit inputs for the agenda from the Committee members, ODVA Director, and members of the veteran community.
- c. Discussions and actions of the Committee shall not, however, be limited to those on the agenda, but may include any business consistent with the duties and responsibilities of the Committee.

Section 5: Regular Meeting Notice. Notice of any meeting shall be sent to all members of the Committee at least two weeks (14 days) prior to the scheduled meeting.

Section 6. Participation.

- a. Deliberation of issues will only be conducted by Committee members.
- b. The Committee Chair may allow non-members to address the Committee at a meeting, provided they adhere to the subject and limit their presentation, as requested by the Chair.
- c. Meetings will include time set aside for public comment.
- d. Members who are unable to attend scheduled meetings are required to contact the Committee Chair prior to the meeting date and provide an explanation of why the meeting will be missed.

Section 7. Quorum.

- a. A quorum for any meeting of the Committee shall consist of a majority of members of the Committee. No formal action may be taken by the Committee without approval of a majority of the members in attendance at the meeting.
- b. Only officially appointed Committee members may vote.
- c. Proxy voting shall not be permitted.

Section 8. Records. The transactions of every public meeting of the Committee shall be recorded in the form of minutes and shall be made available in a timely manner.

Section 9. Voting Between Meetings.

- a. Between meetings of the Committee, a written or electronic vote of the Committee may be taken at the request of the Chair on any issue submitted to the Committee in writing provided every member of the Committee shall have the opportunity to vote upon the issue submitted within a reasonable period of time.
- b. If a majority of Committee members vote on any issue submitted, the vote shall be counted and shall have the same effect as if at a Committee meeting.
- c. The result of the vote shall be documented in the minutes of the next Committee meeting.

Section 10. Annual Report. Each August, the Committee shall report to the Governor on all matters which it deems pertinent concerning the administration of the office of the Director during the preceding year, and concerning any specific matters previously requested by the Governor, and on the administration of ORS 406.010 to 406.070, 406.090 and 406.340.

Section 11. Manner of Acting. The act of the majority of the Committee members present at a meeting at which a quorum is present shall be embraced as an act of the Committee as a whole.

ARTICLE XI: PARLIAMENTARY AUTHORITY

The rules contained in the most current edition of *Robert's Rules of Order Newly Revised* shall govern the Committee in all instances in which they are applicable and in which they are not inconsistent with these bylaws.

ARTICLE XII: AMENDMENTS TO THE BYLAWS

Section 1: Mandated Amendments. Amendments required by Oregon State Law to bring these bylaws into conformity shall not require a vote of the Committee members, except that the Committee Chair shall take the necessary steps required to ensure bylaws are changed to conform and advise Committee members of those changes.

Section 2: Prior Approval. All other proposed amendments to the bylaws shall be sent to each Committee member for approval before being voted on at the June annual meeting.

Section 3. Committee Vote.

- a. These bylaws may be amended by a 2/3 vote of those Committee members present and voting at the annual meeting in June, provided the proposed amendment or amendments have been sent to each Committee member at least 30 days prior to the June meeting. If a 30-day notice has not been given, the unanimous vote of those Committee members present and voting is necessary to pass the proposed amendment or amendments.
- b. An amendment to the bylaws shall become effective and binding on the Committee.

This is to certify that these bylaws were approved and adopted at a regular meeting of the

**Advisory Committee to the
Oregon Department of Veterans' Affairs
September 4, 2013
Bend, Oregon**



MARY J. MAYER
Chair



TRISA E. KELLY
Secretary

Installation of the New 2013-2014 Officers of the Advisory Committee to the Oregon Department of Veterans' Affairs (ODVA)

Installing Officer: Kevin Owens, Immediate Past Chair

Ladies and gentlemen, I will now install the individuals who have been elected to serve as officers of this Advisory Committee to the Oregon Department of Veterans' Affairs (ODVA) during the next year.

Will the following newly-elected officers please come forward as I call out their names?

- **Chair:** Mary J. Mayer
- **Vice Chair:** Al Herrera
- **Secretary:** Trisa E. Kelly

Installing Officer: Officers-elect, the members of the Advisory Committee have shown confidence in you by electing you to your respective offices. Do you accept the office to which you have been elected?

Officers-Elect: I do.

Installing Officer: Are you ready to receive the oath of office?

Officers-Elect: I am.

Installing Officer: Please raise your right hand, and repeat after me:

I accept the office to which I have been elected. I will perform the duties of that office to the best of my ability and will, in all my actions, strive for the good of the Advisory Committee. I will uphold and enforce the Advisory Committee's bylaws and will promote the mission and purposes of said Committee. All of this I now affirm in the presence of the members here assembled and before God and the flag of my country.

Installing Officer: Please lower your hands.

Officers-elect, I now install each of you into the office to which you were elected and ask each of you to be faithful and diligent in discharging the responsibilities of your office.

Madame Chair, the Advisory Committee is now in your charge. I give you this gavel as a symbol of your authority and responsibility.

Ladies and gentlemen, I declare that the elected officers of the Advisory Committee for the next year have been duly installed. Will you please join me in a round of applause for your new officers?