

Proposed Bylaws

Oregon State Independent Living Council

Article 1 – Definition & Purpose

1.1. ESTABLISHMENT

Authority for the Council lies in The Rehabilitation Act of 1973 as amended, Title VII, Section 705, and Oregon Executive Order number EO-94-12, signed August 18, 1994, by the Governor of the State of Oregon.

The Council is established as a public body, independent from any State agency.

1.2. PURPOSE

The Council's primary purpose as an independent, consumer-directed body is to conduct planning and coordination for the State's Independent Living program, in order to meet the independent living needs of people with disabilities in Oregon.

This includes identifying statewide needs, jointly developing the State Plan for Independent Living with Oregon's Network of Centers for Independent Living (CILs), monitoring the plan's progress, reviewing and evaluating the plan's implementation, and implementing any responsibilities given to the Council within the plan.

Other statutory functions include holding regular public meetings and forums, maintaining required records, submitting program reports, and coordinating activities with other entities in the State that provide services similar or complementary to the Independent Living program.

Unless prohibited by law, the SILC also has authority to work with Centers for Independent Living to coordinate services with public and private entities, conduct resource development to support the Council's activities or the provision of Independent Living services by Centers for Independent Living, and carry out any other function consistent with the purpose of the Federal Independent Living program, except the Council may not directly provide Independent Living services.

Article 2 – Membership

2.1.REQUIREMENTS

A majority of the total members and voting members must be individuals with disabilities (fitting the Americans with Disabilities Act definition), who are not employed by any State agency or Center for Independent Living.

The Council will have not more than 21 voting members.

Membership shall provide statewide representation, represent a broad range of individuals with disabilities, from diverse backgrounds, and be knowledgeable about center's for independent living and independent living services.

2.1.A. The Council's membership must include:

- 2.1.A.i. At least 1 Director of a Center for Independent Living, chosen by the Directors of Oregon's Centers.
- 2.1.A.ii. At least 1 representative of the Director of Centers for Independent Living in the State that are run by or in conjunction with the governing bodies of American Indian tribes located on Federal or State reservation land, when available.
- 2.1.A.iii. A minimum of 1 non-voting representative, including the Designated State Entity identified in the State Plan for Independent Living and State agencies that provide services for individuals with disabilities.

2.1.B. The Council may also include:

- 2.1.B.i. Individuals with disabilities;
- 2.1.B.ii. Parents and guardians of individuals with disabilities;
- 2.1.B.iii. Advocates of and for individuals with disabilities;
- 2.1.B.iv. Representatives from private businesses;
- 2.1.B.v. Representatives from organizations that provide services for individuals with disabilities;
- 2.1.B.vi. Other appropriate individuals;
- 2.1.B.vii. In addition to the 1 CIL Director listed above, a maximum of 2 additional representatives of Centers for Independent Living. All additional CIL representatives will go through the general application and

appointment process.

2.1.C. Disqualifications for Council membership include:

- 2.1.C.i. Immediate family members of a Center for Independent Living Director or of a CIL Board member are not eligible for SILC membership due to the ongoing SILC issues that would be likely to create a real or perceived conflict of interest. Immediate family members may include, but are not limited to the following: spouse, significant other, children, step-children, parents, etc.
- 2.1.C.ii. A single Center for Independent Living may not have more than two individuals (including board members, directors, or other employees) on the Council at the same time.

2.2.APPOINTMENTS

Voting members of the Council are appointed by the Governor.

The Council will offer appointment recommendations for the Governor's consideration, after soliciting recommendations for potential members from organizations and individuals representing or interested in a broad range of individuals with disabilities.

The Governor delegates appointment of non-voting members to the SILC Chairperson.

Vacancies will be filled the same way as original appointments, unless, after making the original appointment, the Governor has chosen to delegate authority to the Council to fill the vacated terms of voting members.

2.3.TERMS OF MEMBERS

A term is three full years. Members may be appointed to serve up to two, consecutive terms, and may be appointed to serve a partial term to complete the remainder of an unexpired, vacated term. If only one eligible representative Center for Independent Living director exists in the State, that director may serve more than two consecutive full terms. Terms for Council members will expire on a staggered basis.

2.4.RESIGNATION, REMOVAL AND ABSENCES OF MEMBERS

The Governor may remove a member from the Council at any time, including upon recommendation of the Council. Grounds for removal include continued neglect of duties required by law, failure to attend two consecutive meetings without just cause, incompetence, or unprofessional or dishonorable conduct.

A member may resign at any time by providing the Governor's Executive Appointments Office and the Council's Administrator written notification, including the effective date of the resignation.

Article 3 – Meetings

3.1.FREQUENCY OF REGULAR COUNCIL MEETINGS

At least four Council meetings will be conducted per year.

3.2.OPEN MEETINGS

All Council and committee meetings will be open to the public, except when Executive Session is held, according to requirements in Oregon Public Meeting Law. Meetings will be conducted in places accessible to people with disabilities, as required by Oregon Public Meeting Law. Good faith effort will be made to provide access requests, such as formats, interpreters, captioning, and enhanced listening, contingent on requests made a minimum of 48 hours prior to the meeting.

Access for meetings held by telephone or Internet-based conferencing will follow the same accessibility requirements as in-person meetings, with at least one place or one electronic means for the public to listen.

3.3.MEETINGS AND NOTICE

Meetings of the Council or its committees may be called by their respective chairpersons or by a majority of their members. Council meetings will be held in a region of the state designated by the Council.

Committee Chairpersons will designate the method for holding the committee's meetings, based on the committee's approved financial resources.

Telephone or Internet conferencing is allowed for Council or committee meetings.

Advance notice of meetings will be provided according to requirements in Oregon Public Meeting Law.

No Council or committee meeting will be held without at least 24-hour notice,

unless minutes describe an emergency justifying shorter notice.

3.4.CONDUCT AT MEETINGS

All Council and committee meetings will adhere to Oregon Public Meeting Law, which requires a quorum to be present, and further governed by Robert's Rules of Order, as revised.

The Council staff, in consultation with the appropriate chairperson, will prepare agendas for Council and committee meetings, and sent in advance to the members, and to other interested parties upon their request. Agenda items may be added to a meeting by a majority vote of the members present.

All members present agree not to share information discussed during an executive session, once the session concludes, in keeping with confidentiality.

3.5.PUBLIC TESTIMONY

Public Testimony will be taken at all regular Council and committee meetings. Public testimony at committee meetings will be at the discretion of the committee chairperson. Public testimony is limited to 3 minutes spoken or 500 words written per individual. The presiding chairperson will facilitate the order of testimony.

3.6.RECORD OF MEETING

A written and audio record of all regular and special Council meetings will be prepared. Written minutes will be kept on file indefinitely and the audio record will be kept for a period of one year after transfer to written minutes. Committees will maintain a written record, at a minimum.

Article 4 – Governance Structure

4.1.GENERAL

The State Independent Living Council is a member-directed body. Individual members may not speak or act on behalf of the Council unless specifically authorized to do so by the Council or its Executive Committee.

4.2.OFFICERS

4.2.A. Slate of Officers

The Council's Officers are elected positions and include the Chairperson, Vice-

Chairperson, two at-large members, and one member representing the Centers for Independent Living. Officers shall be selected from among the membership of the Council.

4.2.B. Officer Terms

Officers serve two-year terms, staggered to ensure continuity, and may be re-elected for succeeding terms. Officers may only serve while they remain members of the Council.

4.2.C. Duties of Chairperson & Vice Chairperson

4.2.C.i. *The Chairperson is responsible to:*

- 4.2.C.i.a. Preside over all meetings of the Council
- 4.2.C.i.b. Call special meetings of the Council, if needed
- 4.2.C.i.c. Appoint committee chairpersons
- 4.2.C.i.d. Appoint committee members in consultation with the committee chairpersons
- 4.2.C.i.e. Participate in the development of Council meeting agendas
- 4.2.C.i.f. Monitor the performance of committee chairpersons
- 4.2.C.i.g. Carryout supervision and evaluation procedures related to the SILC Executive Director and provide them with direction based on the job description, relevant policies, and Council priorities

4.2.C.ii. *The Vice-Chairperson is responsible to:*

- 4.2.C.ii.a. Perform the duties of the Council Chairperson, in his/her absence
- 4.2.C.ii.b. Monitor & address attendance issues of Council members

4.3. EXECUTIVE COMMITTEE

The Executive Committee consists of the Council's elected officers and the immediate Past Chairperson as a non-voting, advisory member. If no immediate Past Chairperson remains on the Council, that position on the Executive Committee will remain vacant until an immediate Past Chairperson is available. Other members may be asked by the Council to serve as Executive Committee non-voting advisors for a specified time period. The duty of the Executive Committee is to:

- 4.3.A. transact the business of the Council;
- 4.3.B. oversee meeting arrangements;
- 4.3.C. take action on all matters referred to it by the Council;
- 4.3.D. serve as a policy committee to conduct biannual reviews of the Council bylaws, policies and procedures; and
- 4.3.E. perform any other duties necessary to conduct Council business between regular Council meetings. This may include making position statements in keeping with the Council's stated purpose and authority when timeliness necessitates.

The Executive Committee is not authorized to set or change policy for the Council but is responsible for referring proposed changes to the full Council. The Executive Committee will have authority to approve changes to Council procedures.

4.4.COMMITTEES

4.4.A. Standing Committees

The establishment of standing committees as well as the committee charge shall be determined by the majority of the voting membership of the Council. Standing committee membership and chairs shall be determined by the Chair of the Council. Standing committees may include voting and non-voting members as well as experts and representatives from the community. The chair or co-chairs of a standing committee shall be a voting member(s) of the Council.

- 4.4.A.i. State Plan Committee, to consist of co-chairs; SILC Vice Chair and CIL representative. Other members; at least 3 other members of the Council, 3 other CIL

representatives including those serving on the Council and others, OCB representative and SILC Executive Director.

4.4.A.i.a. The committee charge shall be to provide recommendations to the full Council for approval concerning:

4.4.A.i.a.1) The development and submittal of the three-year State Plan for Independent Living (SPIL); and

4.4.A.i.a.2) The monitoring and evaluation of the implementation of the SPIL.

4.4.A.i.b. The State Plan Committee may create work groups using committee members and other representatives from the community.

4.4.B. Ad-Hoc Committees

4.4.B.i. Committees may be established by the Council or the Executive Committee to carry out ongoing or temporary functions, as needed. The Council has authority to discontinue any committee, other than the Executive Committee, when necessary.

4.4.B.ii. Except for the Executive Committee or other committees having membership restrictions set by the Council, the Chairperson may appoint non-SILC members to other committees, when appropriate.

Article 5 - Elections & Voting

5.1. QUORUMS

Fifty-one percent of the Council's filled voting positions shall constitute a quorum. Fifty-one percent of the current elected officers having a vote on the Executive Committee, will be the quorum for the Executive Committee.

For all other committees, fifty-one percent of the appointed members of the committee shall be the quorum.

5.2.ELECTIONS

Elections of officers will occur at the fall Council meeting. To ensure staggered terms, elections for the Chairperson and one at-large position will be held on alternate years to elections for the Vice-Chairperson, Center for Independent Living Representative, and the other at-large position.

Vacated terms will be refilled only for the remainder of the original term, by vote of the Council at any Council meeting.

5.3.VOTING

- 5.1.A. The Council or its committees may transact business only when a quorum is present (at least 51% of the current voting membership) and when the Council is acting as a body in session subject to the Public Meetings Law.
- 5.1.B. Actions of the Council are approved by vote of a majority of members present, with the following exceptions: Removal of any officer, and recommendations for termination of an individual's Council membership require establishment of justification and approving vote of at least two-thirds (2/3) of the current voting members.
- 5.1.C. Approval of the State Plan for Independent Living requires a two-thirds (2/3) majority vote of the current voting members.
- 5.1.D. Adoption and amendment of the Bylaws (see Article 8)
- 5.1.E. No proxy votes are permitted.
- 5.1.F. Non-Voting Members:
 - 5.1.F.i. May participate in Council discussions.
 - 5.1.F.ii. May either make a motion or second a motion, but both the motion and second on an issue may not be made by non-voting members.
 - 5.1.F.iii. May not serve as an officer of the Council or as the Chairperson for the SPIL Committee, but may serve as Chairperson for other SILC committees or work groups.
 - 5.1.F.iv. May be asked by the Council, Executive Committee or

Chairperson to serve the Executive Committee in a non-voting, advisory capacity, for a specified time period, when needed.

Article 6 – Conflicts of Interest

All Council Members and agents of the Council have an affirmative duty to publicly announce, in front of the Council or committee of the Council, any actual or potential conflicts of interest with respect to their personal interests and those of the Council. A conflict of interest is defined as any matter of Council business which shall or might result in the member or agent receiving a direct or indirect personal benefit, be it financial or otherwise, or that might be perceived as a conflict of interest. Additionally, using, or attempting to use a position on the Council to unduly try to influence the personnel, financial, or other programmatic decisions of a local Center for Independent Living in a manner that goes beyond the Council's mandated responsibilities, shall constitute a conflict of interest that must be brought to the attention of the Council.

- 6.1. When a question of conflict of interest exists, the member or the Council Chair shall request that the Council make the determination as to whether or not the Member has a conflict of interest. This decision shall be recorded in the minutes of the meeting.
- 6.2. No Member of the Council shall cast a vote on any matter where it has been determined that a conflict of interest exists for that member concerning that matter.
- 6.3. If a conflict of interest is determined by the Council to be significant in nature and/or unresolvable in a reasonable amount of time (determined on a case-by-case basis), the Member may be asked to resign or be removed from the Council as stated in Article 2.4.

Article 7 – Compensation and Reimbursement

The Council may use resources to reimburse members of the Council for reasonable and necessary expenses of attending Council meetings and performing Council duties (For example, transportation, personal assistance services, travel, lodging, meal per diem).

No Council member shall receive funds for conducting SILC presentations or representing the SILC on other boards, commissions, councils, project planning groups, etc., other than reimbursement for costs.

Article 8 – Adoption and Amendment of Bylaws

By-Laws will be reviewed every two years, on even-numbered years, to determine if amendments are necessary. Bylaw amendments may be made at any Council meeting, by an approving vote of at least two-thirds (2/3) of the current voting members, providing the members and parties requesting meeting notices have been sent the proposed amendments 30 days in advance.

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Revised: 1/23/1995, 8/28/1995, 3/24/1997, 9/15/1997, 12/15/1997, 3/5/1999, 8/26/1999, 12/8/2000, 3/2001, 3/2003, 3/2004, 6/2004, 9/2004, 9/2005, 9/2006, 9/2007, 4/2009, 9/2011, 12/2012, 3/7/2014, 12/1/2017, 12/6/2019, 6/4/2021