

State of Oregon

Public Records Advisory Council (PRAC)

<https://www.oregon.gov/prac/Pages/advisory-council.aspx>

BYLAWS

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ARTICLE I – NAME

The name of this state board is the Public Records Advisory Council. The word “Council” or “PRAC” wherever used will mean the Oregon Public Records Advisory Council unless otherwise specifically identified.

ARTICLE II – AUTHORITY & PURPOSE

- A. Authority.** The Council’s authority to function and operate is based on Oregon Revised Statute (ORS) 192.461 to 192.483.
- B. Purpose.** As outlined in ORS 192.461 to 192.483, the Council’s purpose is to:
1. Appoint the Public Records Advocate (PRA).
 2. Review the performance of the PRA and as necessary, remove the PRA for cause.
 3. Survey state agency and public body practices and procedures, fees, waivers, and exemptions for public records requests.
 4. Identify inefficiencies and inconsistencies in the public records law that impede transparency in public process and government and make recommendations on changes in law, policy or practices. The Council may support or oppose proposed legislation relating to public records.
 5. Make recommendations on the role of the PRA as facilitator in disputes between custodians of public records and public record requesters.
 6. Every two years submit a written report to the governor and legislative assembly describing the council findings and recommendations for legislation if necessary. The chair will lead the effort to write the biennial report to the legislature.
 7. The Council will provide advice and assistance to the PRA and Office of the PRA as appropriate and may adopt rules governing the operations of the Office of the PRA. Such assistance may include receiving and reviewing the PRA’s reports to the state legislature.
 8. The Council will assist the PRA in responding to public records requests made to the Council of the Office of the PRA.

ARTICLE III – MEMBERSHIP

- A. Membership and Appointment.** As outlined in ORS 192.481 the Council will consist of twelve (12) members and two (2) ex officio members, representing the following offices, agencies, and groups:
1. The Secretary of State or a designee of the Secretary of State.
 2. The Attorney General or a designee of the Attorney General.
 3. The Director of the Oregon Department of Administrative Services or a designee of the director.
 4. A representative of the news media who is a member of a professional journalism association and who is appointed by the Governor.
 5. Two additional representatives of the news media appointed by the Governor.

6. A representative of the cities of this state who is appointed by the Governor.
 7. A representative of the counties of this state who is appointed by the Governor.
 8. A representative of the special districts of this state who is appointed by the Governor.
 9. A representative of the public sector workforce who is appointed by the Governor.
 10. A member of the public who is appointed by the Governor.
 11. A Senator who is appointed by the President of the Senate and who serves as an ex officio nonvoting member.
 12. A Representative who is appointed by the Speaker of the House of Representatives and who serves as an ex officio nonvoting member.
 13. The Public Records Advocate.
- B. **Term of Office.** As outlined in ORS 192.481(7) Council member terms are for a period of two years. Council members may serve successive terms.
- C. **Vacancies.** As outlined in ORS 192.418(5), the process to fill vacant Council positions is subject to the nomination and Senate confirmation process outlined in relevant state law.

ARTICLE IV – MEETINGS

- A. **Open Meetings.** All Council meetings are public meetings and are subject to Oregon's Public Meetings Laws, ORS Chapter 192.
- B. **Meeting Conduct.** Council meetings will be conducted efficiently and transparently as outlined in these bylaws and by relevant ORS. Where these bylaws or state law does not provide direction, the most recent edition of Robert's Rules of Order will be followed.
- C. **Regular Meetings.** As required by ORS 192.481(9) the Council will meet at least once every six months.
1. **Special Meetings.** Special meetings may be called by the Council chair or a majority of Council members. If a special meeting is called, the chair and PRA will set a date and time taking into consideration such factors as the availability of the Council members.
 2. **Closed Sessions.** The Council may meet in closed, or executive, session as allowed by ORS 192.660(2).
- D. **Attendance & Absences.** Council members are expected to attend all meetings of the Council.
1. **Absences.** If a Council member is unable to attend a meeting, it is the member's responsibility to inform the chair and PRA before the meeting. If a member misses three (3) or more meetings without informing the chair or PRA, the chair, vice chair, or PRA, will attempt to contact the member to resolve the issue of unexcused absences. If a member does not respond to attempts to contact them, the chair, vice chair, or PRA will contact the member's appointing authority about the member's lack of attendance.
 2. **Ex-Officio Designees.** Ex-officio members of the Council may send designees in their place to represent them at any Council meeting or activity.
- E. **Quorum & Related Matters.** As outlined in ORS 192.481(8), for the purposes of conducting Council business, including holding official meetings, a majority, or quorum, is seven (7) of the voting membership of the Council.
1. **Lack of Quorum.** If there is no quorum of Council members within 15 minutes following the scheduled starting time of a meeting, the meeting is cancelled. If the chair or PRA

knows that a quorum will not be present at the meeting, they will notify the Council members before the meeting about the cancelation.

2. Rescheduling Agenda Items. If a meeting is canceled due to a lack of a quorum, all agenda items that were scheduled for the cancelled meeting will automatically be placed on the next regularly scheduled meeting agenda unless the chair or PRA determines that a special meeting is needed to address the items.

3. Public Notices. The PRA will ensure that the required public meeting notices will be posted for all Council and subcommittee meetings.

F. Agenda Order. The chair and PRA will coordinate and arrange the meeting items as necessary to achieve an orderly and efficient meeting. The chair will have the discretion to reorder the listed agenda items. In general, the order of business will be as follows:

1. Call to Order.
2. Approve Agenda.
3. Approve Minutes.
4. Business Items.
5. Public Comments.
6. Next Meeting Date and Topics.
7. Adjourn.

G. Public Comment. Public comment may be taken during public comment time and at any time during a meeting at the discretion of the chair. In the event a speaker violates the expectations of meeting attendees (see Section V. G. below) the chair may mute a speaker's microphone or otherwise stop a speaker from speaking.

H. Voting. All Board/Committee members who are present at a meeting, including the chair and vice chair, are allotted one vote each on all motions. The agreement of a majority of the whole Council present shall be required to determine any matter before the Council. In the case of a tie vote, the matter fails. When a vote is taken all members must vote unless a member abstains from voting and cites the reason for abstaining for the record. The PRA will call the roll, altering the order of members called. The chair will vote last.

I. Motions & Related Matters. Any Council member may make a motion. A motion needs a second to be considered, otherwise it fails.

1. Reconsideration of Actions Taken. A Council member who voted with the majority may move for a reconsideration of an action at the same meeting only. The second of a motion may be a member of the minority. Once a matter has been reconsidered, no motion for further reconsideration may be made without unanimous consent of the Council.

J. Official Record & Related Matters. The meeting video recording and unedited artificial intelligence (AI) generated transcript are the official record of the meeting.

1. Recordings. As allowed by state law, all public meetings may be recorded by the Council, PRA, or the public. It will be at the discretion of the PRA if an official audio, video, or digital recording of the meeting is created, and if the meeting video is broadcast or streamed live.

2. Posting. The PRA will make meeting videos and the unedited AI transcript available to the public within a reasonable time after the meeting.

3. Records Requests. Requests for the Council's public records will be handled by the PRA's office as outlined in the PRA's public records request policy available online (www.oregon.gov/prac).

ARTICLE V – OFFICERS & ASSIGNED DUTIES

- A. Officers & Terms.** As outlined in ORS 192.481(3) the officers of the Council will consist of a chair and vice chair. The officers will serve two (2) year terms or until the end of their Council term, whichever is shorter in duration.
- 1. Election of Officers.** Members will elect officers every two (2) years during the meeting in the fourth quarter of the calendar year. Any member may nominate another member as an officer. Officers may be re-elected. If an officer is unable to complete their term, the Council will hold a special election to fill the vacant officer position.
- B. Duties of the Chair.** The chair will preside and preserve the order of Council meetings, review agendas and confer on business with the PRA and sign all documents memorializing Council actions. The chair will set reasonable time limits for public comments and testimony.
- 1. PRA Performance Reviews.** The chair will conduct an annual performance review of the PRA. The chair will form a review subcommittee that will include the vice chair and other Council members as determined by the chair. After the review, the chair will provide a report on the PRA annual review to the full PRAC. The PRA annual performance review is different from the 360 Review which is done toward the end of the PRA's four-year term; see Step 2 outlined in Exhibit A of these bylaws. In the fourth year of the PRA's term, the 360 Review will replace the annual performance review.
- 4. The PRA annual performance review report to the PRAC may be the basis for the Council's answers to questions (2025-2027 biennial Key Performance Measure (KPM) questions 1, 2, and 4) about the PRA in the PRAC's annual best practices survey.**
- 2. Biennial Report to the Legislature.** The chair will draft the biennial report to the legislature as required by ORS 192.481. The chair may ask the vice chair and other Council members to participate in drafting the biennial report.
- C. Duties of the Vice Chair.** If the chair is absent or otherwise disqualified from serving, the vice chair will perform all duties and be subject to all the responsibilities of the chair. If both the chair and vice chair are absent from a meeting, the remaining members present will elect an acting chair for that meeting. The vice chair, or other PRAC members, may participate in the PRA annual performance review process at the discretion of the chair.
- D. Duties of Council Members.** The role of a Council member is to participate in the Council's work and activities by attending meetings and events and participating in discussions and decisions. Council members should behave in an appropriate manner when performing their duties as Council members in-person and in written or digital communications.
- 1. Meeting Preparation.** Council members should prepare for participation at a meeting by fully reviewing any reports and materials provided by the PRA.
- 2. Compensation.** Council members are entitled to compensation and expenses as provided in ORS 292.495.
- 3. Conflicts of Interest.** In accordance with ORS 244.120, a member of the Council may not participate in any Council proceeding in which any of the following persons or businesses have a direct or substantial financial interest:
- The Council member or the spouse, brother, sister, child, parent, father-in-law, or mother-in-law of the board/committee member.
 - Any business in which the Council member is then serving or has served within the previous two years.
 - Any business with which the Council member is negotiating for or has an arrangement or understanding concerning prospective partnership or employment.

- iv. A member must disclose any actual or potential interest at the meeting of the Council where the action is being taken.
- 4. Code of Conduct.** Council members are expected to adhere to the following guidelines at Council meetings and activities and when representing the Council.
 - i. Council members should prepare for each Council meeting by reviewing any materials provided in advance.
 - ii. Council members will seek to work on a consensus basis, subject to the chair's directive. As difficult conversations arise during the Council's business, Council members should encourage civil, constructive discourse and refrain from belligerent language, personal attacks, slanderous, threatening, abusive or disparaging remarks. Council members should strive to make independent, objective, fair and impartial decisions.
 - iii. When interacting with members of the public at a Council meeting or in an official capacity as a representative of the Council, Council members should be welcoming of speakers, make no promises on behalf of the Council, and be mindful that anything said in a public meeting may end up being reproduced and broadcast.
 - iv. Council members should treat the PRA, Deputy PRA, and any agency staff with respect and refrain from making belligerent, personal, slanderous, threatening, abusive, or disparaging comments to or about staff.
 - v. Council members are public officials as defined in ORS 244.020(15) and adherence to state ethics rules includes rejecting gifts, services, or other special considerations that are only offered to a Council member because of their service as a public official. Ethics rules may require Council members to excuse themselves from participating in decisions when financial interests of the Council member or their immediate family may be affected by the Council's decision.
- E. Duties of the PRA and Deputy PRA.** The PRA will act as administrative support to the Council and, as appropriate and available, will assign administrative tasks to the Deputy PRA. The PRA will act as the Council's primary point of contact for Council members, staff from other government agencies, and the public. The PRA will ensure that the Council's meetings are held in accordance with state public meeting laws and will support the Council's activities.
 - 1. Orientation of New Members.** When new Council members are appointed, the PRA and Council chair will provide an orientation for the new members as necessary. In addition, the PRA may provide other training opportunities for Council members.
 - 2. Voting Member.** As outlined in ORS 192.481(m) the PRA is a voting member of the Council.
 - 3. PRA Hiring Process.** As outlined in ORS 192.481(4)(b) the Council oversees hiring the PRA as the PRA's term ends or when the position becomes vacant. Exhibit A of these Bylaws details the Council approved process for hiring the PRA.
 - 4. Reports.** The PRA will provide regular updates to the Council on the work of the PRA and Deputy PRA and will brief the Council on PRA budget reports presented to the Legislature.
- F. Subcommittees & Other Committees.** The Council may find it necessary to form subcommittees to investigate areas relevant to the Council's purpose. The Council may identify Council members to serve on select subcommittees. A majority of the members will need to consent to the formation and membership of a subcommittee. When requested by the other state agencies, or other state boards, committees, or commissions, the Council may select members to serve as a Council representative on another board, committee, or commission.

1. PRA Annual Performance Review Committee. As called for this in these Bylaws, the chair shall convene a committee annually to review the PRA's performance. The chair and vice chair will serve as the committee and other PRAC members may join the committee at the discretion of the chair. The committee will convene annually at the time the chair begins their performance review of the PRA.

i. At the conclusion of the annual review, if there is a difference in opinions among Review Committee members, one or more recommendations to address or improve the PRA's performance may be submitted to the PRAC. If multiple written recommendations are made for a PRA review, the document memorializing the committee's deliberations will: (a) include all recommendations submitted, with each recommendation including a full description of the recommended action(s); and (b) indicate which PRAC member(s) support each recommendation.

4.2. Interactions with Other Agencies and Boards. As outlined in ORS 192.461(9) and ORS 192.481(10) the PRA and Council may seek assistance in the discharge of their duties from other state agencies and boards and commissions. The Council will work to cooperate with other agencies and bodies as appropriate and necessary to achieve the Council's work. In particular, given the shared roles in ensuring open and transparent access to Oregon government, the Council will coordinate and work with the Oregon Sunshine Committee for Public Records Law Reform (<https://www.doj.state.or.us/oregon-department-of-justice/public-records/public-records-reform/oregon-sunshine-committee/>) as is feasible and appropriate.

G. Expectations of Meeting Attendees. To preserve order and decorum, the chair may direct that any person who disrupts any Council meeting, after having been warned to cease and desist from such behaviors, be removed from the meeting. Members of the public who attend Council meetings are expected to remain civil and respectful, to speak only when called upon by the chair during a meeting, and to not engage in any of the behaviors listed below.

1. Any conduct that substantially prevents any other person from hearing, viewing or meaningfully participating in the meeting.
2. Any conduct that substantially interferes with ingress or egress to or free movement within the physical or virtual meeting space or such other place as the Council may be in session.
3. Shouting over, or otherwise disrupting, any person who is recognized by the presiding officer.
4. Any conduct that substantially interferes with Council business conducted by PRA staff present at the session.
5. Failure to obey any reasonable direction of the chair.

ARTICLE VI – GOALS & AMENDMENTS

A. Goals. The Council will regularly establish goals that align with the goals of the purpose of the Council and Office of the PRA. The Council will establish an annual workplan to document its progress towards achieving its goals.

B. Amending the Bylaws. The Bylaws Subcommittee of the Council will review these bylaws regularly or as necessary and will prepare and propose appropriate bylaw amendments to be considered by the full Council.

C. Annual Review. The Council will meet annually with any subcommittees to review the goals, workplan, and any proposed bylaw amendments.