



## **PORTLAND DOWNTOWN COMMITTEE MEMBER GUIDELINES FOR CHAIRS**

*INTERNAL FOR PD BOARD*

Portland Downtown, a 501(c)(4) nonprofit organization, is in the business of maintaining a clean and safe downtown while building and promoting a vibrant business, residential and tourism destination.

Portland Downtown's vision is set by a volunteer, elected Board of Directors. In order to ensure the organization's mission is executed, the Board has established several committees to oversee programs and events and to gather constituent feedback.

Each Board Member also maintains membership on two of Portland Downtown's committees. The committees are required to be chaired by two members of the Portland Downtown Board per its Bylaws.

Committees also include members, who may or may not be Board Members. Only committee members may vote, and committee membership is offered based on requirements defined by the Board. Committee meetings may also have guests present, who are allowed to comment but do not enjoy voting and other member-specific committee privileges.

In the Committee Member Policy & Agreement, the Board defines the requirements for committee membership, including voting privileges. Membership is administered by the committee chairs according to those requirements. Chairs must maintain an active committee roster, offer committee membership/respond to membership requests according to the policy, and maintain attendance records to support continuing membership privileges. Portland Downtown staff will provide chairs with forms on which to record the roster and attendance. The forms will list official committee member names and include places for guest sign-in, as well as a statement indicating that membership is available.

Chairs must include in the committee agenda an allocated time for guests (i.e., non-committee members) to speak. This may take the form of:

- a. A specific agenda item requested to be on the agenda in advance by the guest;
- b. A separate "Other" item where various topics can be noted;
- c. A protocol that allows interjection of comments by guests at each discussion item;
- d. Other, as the individual committee chairs determine works best for the flow of that committee.

Below are guidelines to assist the chair(s) in developing rules for the orderly conduct of meetings.

- Guests who wish to attend committee meetings but not vote on issues may participate in providing input according to the Member Policy and the specific method of guest input developed by the chairs for each committee. They need not join the committee to speak, although Chairs will direct the manner and timing of guest contributions per the above. Since membership is required to vote, however, only those who have formally joined a committee are eligible to vote (providing they also meet any other eligibility requirements set by the Board).
- Should a committee member no longer meet eligibility requirements or behave in a manner that is not conducive to productive and efficient committee meetings, the committee chair(s) shall request the resignation of that committee member.



- Since committee meetings may have both members and guests present, each meeting should begin with the chair(s) announcing that only committee members officially on the roster may vote, and when conducting votes should actively monitor both aye and nay results to ensure that voting is appropriately conducted. Chairs may seek tools to assist in this process, such as asking members to sit grouped together.
- Committee votes will require a quorum of at least fifty-six percent (56%) of members, and a majority vote of committee members present at a given meeting will constitute a decision of the committee,
- Regular attendance at committee meetings is essential, in some instances, to be engaged with issues and informed about historical information and current happenings and trends, to provide thoughtful and productive input, and to allow for an efficient meeting to occur. Chairs should be aware of the relevance and constructive nature of the input provided by guests and members alike, and have the authority to bring a particular topic to a close as appropriate.
- Prioritize Portland Downtown's mission: While all committee members and guests will come with their unique interests, the ultimate goal is to make decisions within the committee that will further the mission of Portland Downtown.