

**SISTER CITIES COMMITTEE
of
THE FOREST GROVE / CORNELIUS CHAMBER OF COMMERCE, OREGON**

BYLAWS

ARTICLE I - NAME

The name of this organization shall be the Sister Cities Committee (Committee) of the Forest Grove / Cornelius Chamber of Commerce, Oregon (Chamber).

ARTICLE II - PURPOSE

The purpose of the Committee is to promote cultural, educational, social, and commercial exchange between the people of our respective communities.

The Committee's objectives are:

- a. To allow the people of the City of Forest Grove, Oregon, the people of the City of Cornelius, Oregon and the people of similar cities of other nations to acquire a better understanding, friendship and respect for each other.
- b. To actively seek out opportunities and foster an open exchange with other nations.
- c. To participate as an organization in the promoting, fostering and publicizing of local, state and national programs of international municipal organizations, and thereby to encourage other organizations and residents of American communities to engage and participate in such programs, to foster and promote friendly relations and mutual understanding between peoples of American communities and peoples of friendly nations outside of the United States of America, and to act as a coordinating body, committee, or agency among those organizations, groups and individuals desiring to engage and engaging in the activities of such international municipal cooperation organizations.

ARTICLE III – GOVERNANCE

Section 1. Chamber Affiliation

As a committee of the Chamber, the overall conduct of the Committee will be governed by the Chamber's Bylaws and Operating Policy. These bylaws of the Committee will be incorporated into the Chamber's Bylaws and approved by the Chamber's Board of Directors.

Section 2. City Affiliation

In as much as the Committee, on behalf of the Cities of Forest Grove and Cornelius, Oregon (Cities) and in accordance with the Memorandum of Understanding (MOU) between the Chamber and the Cities, assists in facilitating the sister city relationships, the Cities retain official

authority to establish or dissolve any sister city relationship. All official conduct and activities of delegations will be strictly the purview of the Cities and governed by City Resolution.

ARTICLE IV – COMMITTEE MEMBERS

Section 1. Voting Committee Members (Member/s)

The affairs of the Committee shall be exercised and conducted by the voting members consisting of not less than six (6) or more than nine (9) persons who are: a) residents of, own businesses in or work in the municipal jurisdictional boundaries of Forest Grove and Cornelius, Oregon or b) who reside in the unincorporated area surrounding Forest Grove and Cornelius. No more than two (2) members of the committee can be from b) above. Committee members do not need to be members of the Chamber.

Section 2. Term of Membership

The term of each member shall be four (4) years. Terms shall begin on January 1 and end December 31. Terms shall be staggered so that only half of the members' terms expire every two years. The first staggered term shall include the Chair, Treasurer and three (3) other members. The second staggered term shall include the Vice-Chair, Secretary and two (2) other members. There is no limit to how many terms a Member may serve on the Committee, but each term must be applied for and submitted to the Chamber Board of Directors for review.

Section 3. Compensation

Members shall receive no compensation for services rendered to the Committee. Members may receive reimbursement for expenses associated with pre-planned special activities on behalf of the Committee. Such expenses shall be fully documented with receipts, shall be reimbursable from the Committee's own account and approved by a vote of the full Committee.

Section 4. Non-voting Representatives and Liaisons

It is acknowledged that close collaboration and cooperation is vital to the success of the Sister City relationships and to ensure communication with respect to the purpose and conduct of these relationships. The number and type of organizations providing a representative or liaison may change as circumstances or delegation criteria dictate. The list of organizations providing a representative or liaison shall be maintained in accordance with the Administrative Instructions.

Section 5. Ex-Officio Members

The Mayors or their Council Member designee of both the City of Forest Grove, Oregon and the City of Cornelius, Oregon shall be ex-officio members and serve as the honorary co-chairs of the Committee.

ARTICLE V - MEETINGS

Section 1. Attendance

Attendance is an expected responsibility of Committee Members. A Member who is absent for three consecutive meetings can be removed from the Committee by a vote of the Committee unless the absences are excused by the Chair and recorded in the minutes. Excused absences require written communication with the Committee Chair or Secretary prior to any scheduled regular or special meeting.

Section 2. Regular Meetings

The Committee will hold a minimum of four (4) meetings within a fiscal year. A tentative schedule of meeting dates will be determined and voted on during the first meeting of each fiscal year. The approved tentative schedule will be communicated to the Chamber Board of Directors and both Cities.

Section 3. Special Meetings

Special meetings of the Committee may be called by the Chair or by a majority of the Members then in office. The purpose of each special meeting shall be stated in the notice and may only include purposes which are proper for Members to consider.

Section 4. Place of Meeting

The Chair of the Committee shall designate any place within the Cities of Forest Grove or Cornelius as the place of meeting for the Committee.

Section 5. Notice of Meeting

Written or printed notice stating the place, day and hour of the meeting and, in the case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered personally, by email or by mail not less than five (5) days nor more than sixty (60) days before the date of the meeting. If mailed, such notice shall be deemed to have been delivered when deposited in the United States Postal Service addressed to the Member at his or her address as it appears on the records with postage thereon prepaid.

Section 6. Member Quorum and Voting

Unless otherwise required by the Chamber Bylaws, a majority of the Members appearing in person or calling in by phone shall constitute a quorum at a meeting of Members. If a quorum is present the affirmative vote of a majority of the Members at the meeting entitled to vote on the subject matter shall be the act of the Members. After a quorum has been established at a Members' meeting, the subsequent withdrawal of Members, so as to reduce the number of Members entitled to vote at the meeting below the number required for a quorum, shall not affect the validity of any action taken at the meeting or any adjournment thereof. If a quorum is not present when a meeting starts, then a majority of the Members at the meeting may adjourn the meeting from time to time without further notice until a quorum is present.

Section 7. Votes

Each Member shall be entitled to an equal vote on each matter submitted to a vote at a meeting of Members. No proxy votes are allowed.

ARTICLE VI – OFFICERS

Section 1. Committee Officers. The Committee shall elect from among its Members a Chair, Vice-Chair, Secretary and Treasurer.

Section 2. Sub-Committee Officers. Unless otherwise designated, all Sub-Committees shall elect from among its Members a Chair, Vice-Chair, Secretary and Treasurer.

ARTICLE VII – SUB-COMMITTEES

Section 1. “Named Sister City” Sub-Committees

- a. There shall be a “Named Sister City” sub-committee for each of the sister cities with which the Cities have a formal relationship.
- b. The purpose for each “Named Sister City Sub-Committee is to plan, develop and organize relationships per Article II – Purpose above. Recommendations for activities and events may be submitted to the Committee for final consideration and approval.
- c. Each “Named Sister City” Sub-Committee shall be chaired by an elected representative from within the membership of that sub-committee.
- d. Each “Named Sister City” Sub-Committees may have participants from the general public to assist in Sub-Committee activities.
- e. The Committee Chair shall serve as ex-officio member of each sub-committee.
- f. The Committee Chair shall ask for a Member to volunteer and act as a liaison for each “Named Sister City” Sub-Committee.

Section 2. Standing Sub-Committees

- a. The Committee shall organize Standing Committees to support the purpose and objectives in Article II above and in accordance with the Administrative Instructions.
- b. The types of Standing Sub-Committees may include but are not limited to: Public Relations, Budget/Fundraising, Cultural Programs and Exchanges, Trade/Commerce, Professional/Technical, Hosting, Education and Youth Exchange, Youth Chapter Advisor and Liaison with Sister Cities International.
- c. Each chair shall serve for two (2) years, and may be reelected for subsequent two (2) year terms or until the dissolution of the sub-committee. Upon establishing each committee, the Committee shall adopt a brief description of its responsibilities as part of the Committee’s Administrative Instructions.

Section 3. Ad Hoc Sub-Committees

- a. The Chair shall have the power to call for the establishment of ad hoc sub-committees for such occasions as the election of officers (nominating sub-committee), recruiting members (membership sub-committee, the recommendation of establishing additional

sister cities (city selection sub-committee), and sub-committees in support of themed delegations (Trade/Commerce, Professional, Technical, Environmental, etc.).

- b. Each chair shall serve for two (2) years, and may be reelected for subsequent two (2) year terms or until the dissolution of the sub-committee. Upon establishing each committee, the Committee shall adopt a brief description of its responsibilities as part of the Committee's Administrative Instructions.
- c. Normally, ad hoc sub-committees have a limited duration and are dissolved after their purpose is complete.

ARTICLE VIII - ADMINISTRATION

Section 1. Offices

The Committee shall have and continuously maintain its offices at the Chamber.

Section 2. Fiscal Year

The fiscal year shall commence on the first day of July and end on the last day of June the following year.

Section 3. Administrative Instructions

- a. The Committee will adopt administrative instructions to govern the conduct of its affairs and activities. These instructions and amendments thereto will be voted on and approved by a quorum of Members at any regular meeting or special meeting for that purpose.
- b. The Committee Administrative Instructions will be incorporated into the Chamber's Operating Policy.

Section 4. Financial Records

Financial records shall be open for inspection upon the reasonable request of any Member, the Chamber or City. A complete statement of receipts and expenditures shall be presented at the annual meeting.

ARTICLE IX – SISTER CITY DELEGATIONS

Section 1: Adult Delegations

- a. Adult Delegations are considered to be official representatives of the respective Cities that are party to the sister city relationship.
- b. The maximum number of adult delegates for any given trip shall be twelve (12).
- c. The Committee shall develop a recommended list of delegates in accordance with the selection process found in the Administrative Instructions. The recommended list of

delegates shall be approved by the respective City Council for which the relationship exists.

- d. The Committee will assist in the planning, delegate selection and conduct of adult exchanges.

Section 2: Student Delegations

- a. Student Delegations are considered to be the purview of the Committee. Student delegations are normally established with the sister city with which there exists an adult delegation relationship.
- b. The final selection of delegates for student exchanges shall be approved by the Committee.
- c. The Cities will assist in the conduct of visiting student exchanges in as much as resources are available in pre-approved budgets.

ARTICLE X – DISSOLUTION

Should the Committee find itself in a position requiring dissolution, it's assets will become the property of the Chamber.

ARTICLE XI - AMENDMENTS

These bylaws may be altered or amended at any regular meeting of the Members or at any special meeting called for that purpose, by a vote of a majority of the Members of the Committee. Any changes to the Bylaws must then be submitted to the Chamber Board of Directors for approval.

I hereby certify that the foregoing bylaws are the bylaws adopted by Sister Cities Committee of the Forest Grove / Cornelius Chamber of Commerce, Oregon, and that they are the whole thereof exactly as adopted and that I make this certificate to identify the same pursuant to the instructions of the Members and the Chamber Board of Directors.

Chair, Sister City Committee

Date: _____

President, Board of Directors
Forest Grove / Cornelius Chamber of Commerce

Date: _____