

FOR-PROFIT URM BUILDING WORKGROUP MEMBERSHIP

Membership in the URM subgroup for the for-profit buildings include the following members representing the following categories:

For-Profit URM Subgroup – 15 members:

1. Two Community Representatives:
Felicia Wells-Thomas
Annette Stanhope
2. One URM Condominium Owner:
Dave Beh
3. Two Design Representatives:
Shirley Chalupa
Robert Jepsen
4. Three Finance Representatives:
Peter Angel (also a URM Building Owner)
Abe Farkas
John W. Russell
5. One Historic Representative:
Maya Foty
6. Two Investor-Developer Representatives:
David Chown
Thomas Sjostrom
7. Three URM Building Owners:
Pippa Arend
Vikram Savara
Bart Yanoch
8. One Tenant Advocate Representative:
Deborah Otenburg

NON-PROFIT URM BUILDING WORKGROUP MEMBERSHIP

Membership in the URM subgroup for the non-profit buildings, include the following members representing the following categories:

Non-Profit URM Subgroup – 12 members:

1. One Community Representatives:
Thomas A. Debpuur
2. Two Design Representatives:
Don Eggleston
Jennifer Eggers
3. One Finance Representative:
Mark Stevenson
4. One Historic Representative:
Andrew Smith
5. Two Non-Profit Multifamily Representatives:
Carolina Abdalah
Mary-Rain O'Meara
6. Four Places of Worship Representatives:
Pastor Mark Jackson
Sue Levine
Pastor Roy Tate
Pastor Walter Hills
7. One Tenant Advocate Representative:
Nicolas Petersen



URM WORKGROUP BYLAWS

I. **Body created on October 23, 2019 by Council Resolution: URM Workgroup** (“Workgroup” or “Body”).

A. Background

To protect Portland residents from the danger posed by the city's over 1,650 unreinforced masonry (URMs) buildings in an earthquake, the Unreinforced Masonry (URM) Building Policy Committee completed a final report in December 2017 that was presented to City Council in the Spring of 2018. The report outlined a tiered approach, requiring URM building upgrades to critical buildings sooner and to a standard that will enable their use after an earthquake, and lower-risk buildings later, to a cost-effective standard that will still reduce the danger they pose to the public.

B. Focus

The City Council subsequently adopted resolution 37364, on June 13, 2018, which directed City staff to develop mandatory retrofit requirements for critical buildings, schools, and public assembly spaces like community centers, and to convene a working group to develop recommendations for a seismic retrofit program for other commercial URM buildings. Council also directed staff to create a working group to develop recommendations for a seismic retrofit program for URM buildings owned by nonprofits.

C. Purpose

The URM Workgroup is charged with making recommendations to reduce the life safety risks posed by URM buildings and to reduce displacement following a seismic event. The Workgroup will develop recommendations that include: 1) financial and policy supports to promote seismic retrofits, recognizing the unique needs of commercial and non-profit building owners, and 2) standards for participation in voluntary support programs. It is not required or expected that the Workgroup will recommend mandatory retrofits of URM buildings that are privately owned. It is expected that support for voluntary retrofits will be scaled to need. The Workgroup will present recommendations to the City Council within a year of its first meeting.

D. Sponsor Bureau: The Portland Bureau of Emergency Management (PBEM)

E. Bureau Liaison/Title: Jonna Papaefthimiou, AICP, Planning, Policy, and Community Programs Manager.

F. Role of the Workgroup: Advise the City Council

II. City Role

The Bureau will provide a staff person to assist with technical support, substantive expertise, logistical assistance, administrative assistance, and advice to the Workgroup. The Bureau will also provide public notice of all meetings, post materials to a webpage, and prepare meeting summaries that outline the issues discussed, the areas in which there is agreement, and any remaining issues on which agreement was not reached.

III. Frequency of Meetings

The Workgroup will meet at least two times over the calendar year and as otherwise necessary to conduct its business.

The Workgroup be divided into subcommittees to make recommendations specific to commercial buildings and buildings owned by nonprofit entities. Subcommittees will meet at least four times over the calendar year and as otherwise necessary to conduct their business.

The Workgroup and Subcommittee meetings may be combined for a total of at least six meetings.

Meetings shall be conducted in accordance with the operating procedures specified herein.

IV. Membership and Term

Members of the URM work group are public officials. They should become familiar with rules and responsibilities described at the “Oregon Government Ethics Law - A Guide for Public Officials” (Oregon Government Ethics Commission). Members are also subject to City of Portland Boards and Commission Policy (Resolution 37328). Information on City Boards, Committees, and Commissions policy is available at <https://www.portlandoregon.gov/civic/37423>

A. Anticipated total membership at inception: 27

B. Terms: All terms begin/end at the same time

C. Membership

1. Members are appointed to the URM Workgroup until the Body completes its recommendations to the City Council, as outlined in Council Resolution 37364, at which time Council may dissolve the Body.

2. Members may not have alternates and all serving members are selected and appointed to full terms.
3. If there are vacancies, including if a position becomes vacated during a term, normal recruitment processes should follow, which may be waived by the Elected-in-Charge. The process includes recruitment applications, vetting and selecting members, and appointment by the Elected-in-Charge.
4. The members of the committees shall be recruited from the following interest groups: commercial URM building owners, URM building tenants, representatives of non-profits that own URM, and other subject matter experts with diverse interests such as engineers, architects, historic preservation advocates, affordable housing providers, and commercial developers.

D. Quorum

Simple majority: 50% plus 1 or greater of the number of membership seats at the time of a meeting where a vote takes place.

A quorum shall be necessary of voting members to make decisions that represent the position of the Body and to fulfill any other responsibilities. Proxy/absentee voting is not allowed.

E. Voting

1. The Workgroup will use a consensus decision-making model to assist in any substantive recommendations. The Chair, a Co-Chair, or the Facilitator will assist the Workgroup in identifying objectives, addressing the diversity of perspectives, and developing substantive, practical recommendations to implement its Purpose. This process allows members to distinguish underlying values, interests, and concerns with a goal of developing widely accepted solutions.
2. Consensus does not mean 100% agreement on each part of every issue, but rather support for a decision, "*taken as a whole.*" It means that a member may vote to support a proposal even though they would prefer to have it modified in some manner in order to give it their full support. Consensus is a process of "*give and take,*" of finding common ground, and developing creative solutions in a way that all interests can support. Consensus is reached if all members of the seats support an idea or can say, "*I can live with that.*"
3. Each Workgroup member will have one vote. A vote represents that the member will recommend to his or her government, organization, or group that they should support or oppose the voted-upon proposal consistent with the member's vote.
4. The Chair, Vice-Chair, or Facilitator will assist the Workgroup in articulating points of agreement, articulating concerns, and polling the group's preliminary views to create draft proposals. When a proposal is ready for voting, each member present will then indicate "one," "two," or "three," reflecting the following:

- a) "One" indicates full support for the proposal as stated. A "yes" vote.
 - b) "Two" indicates that the participant agrees with the proposal but would prefer to have it modified in some manner in order to give it full support. Nevertheless, the member is voting "yes" even if their suggested modifications are not supported by the rest of the Workgroup.
 - c) "Three" indicates refusal to support the proposal as stated. It is a "no" vote.
5. If all Workgroup seats vote "one" and "two," the Workgroup has reached a consensus.
 6. If a consensus on an issue is not reached, the votes will be recorded as a Majority - Minority vote. Majority is defined as at least 51% of the Workgroup seats at the time of the meeting. If the Workgroup does not reach a consensus on a recommendation, it may submit both recommendations and alternatives that reflect that thinking of those not voting in favor of the recommendations. In the event of a tie, the work group will present both findings to Council.

V. General Operating Procedures

A. Disclosure of Conflicts of Interest [or other connection]

1. A public official is required to make an announcement of the nature of a conflict of interest each time the issue giving rise to the conflict of interest is discussed or acted upon.
2. The announcement needs to be made on each occasion when the public official is met with the conflict of interest, and the public official must disclose the nature of the conflict of interest.
3. For example, an elected member of the City Council would have to make the public announcement one time when met with the conflict of interest, but only one time in each meeting of the City Council. If the matter giving rise to the conflict of interest is raised at another meeting, the disclosure must be made again at that meeting.
4. Bureau liaison and/or staff are obligated to record and keep all conflicts of interest that are announced during each meeting.
5. If it is found that a member did not disclose a conflict of interest, staff must alert the Bureau Director of the instance as soon as the incidence is known.
6. Any potential or actual conflict of interest noted by staff will be included in the recommendation report provided to City Council or other final decision-making body.

B. Meetings

The meetings will be conducted to foster collaborative decision-making. Deliberations will culminate in a majority vote for actions and the final adopted recommendations using the voting process outlined in IV. B, above.

VI. Removal of Members and Resignations

- A. All members serve at the pleasure of the Elected-in-Charge of the Bureau and may be asked to resign or be removed at the Elected-in-Charge or Director's discretion at any time.
- B. Any member who does not give notice that they intend to be absent from a scheduled meeting for more than 25 percent of the meetings in any 12 months of the service may be removed by the Bureau Director.
- C. Process for Removal
 - 1. For unexcused absences: Bureau liaison keeps attendance and informs Bureau Director of absences, who in turn informs the member in writing that they have been removed as a member of the Body.
 - 2. By Elected-in-Charge: Elected informs the member in writing that they have been removed as a member of the Body.
- D. Resignation Process

Members are expected to make a good faith effort to complete their term. In cases where this is not possible, members are expected to provide notice to the City staff liaison in writing (preferred) or verbally. Members are encouraged to complete the Resignation Form and submit to City staff liaison.

VII. Officers and Subcommittees

The Workgroup shall be supported by two subcommittees, the Commercial Building Subcommittee, and the Non-Profit Building Subcommittee. Each of the subcommittees may appoint a chair or co-chairs who will be responsible for convening and chairing subcommittee meetings and delegating tasks to the Facilitator. The Chair or Co-Chairs of the subcommittees may rotate the chairing of the larger Workgroup meetings and may serve on a steering committee to plan agendas and ensure that the Workgroup achieves its purpose in a timely manner.

Subcommittee meetings are also subject to Oregon Public Meetings Law and must abide by quorum requirements when voting. While subcommittees may engage non-members, only members may vote to approve reports and recommendations to be forwarded to the full Body. When voting, the quorum for subcommittee members is the simple majority of the subcommittee (50% plus 1 or greater number of seats).

VIII. Facilitator Role

The City will contract with an independent and neutral third-party facilitator, the Institute for

Conflict Management, Inc., and its subcontractors (“Facilitator,”) whose role is to facilitate meetings, help develop recommendations, and produce approved reports. The Facilitator’s “client” is the URM process. The Facilitator will be also available as a resource for conflict resolution and process improvement suggestions, as requested by Workgroup or City.

The Facilitator’s written contract is available for review. The Facilitator will not be influenced by payment source. The City agrees that the status of the Facilitator will not be changed without first consulting with the Workgroup.

The Facilitator will not act as an advocate on any issue, any interest group, or any member of the Body. However, the Facilitator may propose substantive suggestions for the consideration.

Specific Facilitators’ responsibilities are determined by the needs of the Bureau and the Body, but may include:

- A. Design and support meeting process to achieve the outcomes of the process using formal agenda and minutes to track progress.
- B. Ensure culturally competent practices are used to foster inclusion and the equal voice of all participants.
- C. Ensure a welcoming meeting environment where all members can participate.
- D. Ensure a safe environment for alternative opinions to be expressed.
- E. Conduct meetings in a manner to foster collaborative decision-making and consensus building.
- F. Prevent dialogue from becoming confrontational and apply mediation practices to resolve conflict.

IX. Commitments for Community

Workgroup members, the City, the participating public, and the Facilitator agree to participate collaboratively, which means:

- A. Prepare for and set aside time for the meetings and the whole process;
- B. Participate fully, honestly, and fairly, commenting constructively and specifically;
- C. Speak respectfully, briefly, and non-repetitively; not speaking again on a subject until all other members desiring to speak have had the opportunity to speak;
- D. Allow people to say what is true for them without reprisal;
- E. Avoid side conversations during meetings;
- F. Provide information as much in advance as possible of the meeting in which such information is to be used and share all relevant information to the maximum extent possible;
- G. Generate and explore all options on the merits with an open mind, listening to different points of view with a goal of understanding the underlying interests of other Workgroup members;
- H. Consult regularly with their interest group(s) and provide their input in a clear and concise manner;
- I. Work toward fair, practical, and durable recommendations that reflect the diverse

- interests of the entire Workgroup and the public;
- J. When communicating with others, accurately summarize the Workgroup process, discussion, and meetings, presenting a full, fair, and balanced view of the issues and arguments out of respect for the process and other members;
 - K. Not attempt to affect a different outcome outside of the Workgroup process once the Workgroup has reached a consensus recommendation;
 - L. Strive vigorously for consensus and closure on issues; and
 - M. Self-regulate and help other members abide by these commitments.

X. Public Comment

There will be periodic public comment opportunities during the process. Comments from the public will be limited in time to allow sufficient opportunity to conduct the other portions of the meeting. Typically, comments will be limited to a maximum of three minutes per person. Participants are encouraged to submit written comments to the City via the email address urms@portlandoregon.gov so that City staff and facilitator will both receive them, and they can be circulated to the entire Workgroup.

XI. Project Website: <https://www.portlandoregon.gov/pbem/index.cfm?&c=66306>

XII. Communications

Members agree that transparency is essential to all deliberations. In that regard:

Workgroup members are required to notify the City staff liaison of written communications on behalf of the URM committee with lobbyists and/or the media.

Members should direct public testimony about committee work to urms@portlandoregon.gov. This will ensure that the staff and the facilitator receive it. These communications will be included in the public record as detailed below and copied to all workgroup members.

Individual members should not speak on behalf of the entire Workgroup.

XIII. Public Meetings and Records

Meetings of the full Body and subcommittee meetings are open to the public and will be conducted under the provisions of Oregon Public Meetings Law (ORS 192.610-690). The Bureau liaison will provide notice to the public regarding the dates, times, and locations of all meetings at least 48 hours in advance of a meeting and, ideally least one week, prior to the meeting. Special meetings require notice at least 24 hours in advance of the meeting.

Per ORS 192.670(1), advisory body members can participate through telephonic conference calls. Requests for any other electronic communication means require approval from the Bureau liaison with City Attorney consultation. All records of the Body, including formal documents, discussion drafts, meeting summaries, and exhibits are public records. Communications among members related to the subject matter of this Body should not be treated as confidential and may

be subject to public records requests. "Communications" refers to all statements and votes made during meetings, memoranda, work projects, records, documents, text messages, pictures, or materials developed to fulfill the charge, including electronic mail correspondence by and among the members, the City, and the Facilitator. The personal notes of individual members taken at public meetings might be considered to be public record to the extent they "relate to the conduct of the public's business," (ORS 192.311(5)). Members are not allowed to deliberate towards a substantive decision over e-mail.

XIV. Amendment of Bylaws

The Body may vote to recommend to the Elected-in-Charge amendment to or repeal of these Bylaws. A Bureau may also recommend changes to the Elected-in-Charge. The Elected-in-Charge must sign off on original bylaws and any amendments to the bylaws. Members have no authority to amend bylaws without approval.

Original Bylaws Created by: _____, on _____.
(name/title) (date)

Approved by: _____, on _____.
(Elected/Bureau Director) (date approved)

Amended: _____, on _____.
(name, title) (date amended)

Approved by: _____, on _____.
(Elected/Bureau Director) (date approved)

Amended: _____, on _____.
(name, title) (date amended)

Approved by: _____, on _____.
(Elected/Bureau Director) (date approved)