

PORT OF ASTORIA

BYLAWS

(FINAL: Adopted September 19, 2017)

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SECTION 1: POLICY STATEMENT

In adopting these Bylaws, the Board of Commissioners (“Commission”) of the Port of Astoria (“Port”) seeks to effect the following policies:

- A. The Port is authorized to provide the services provided by law and to abide by state and federal law in carrying out this authorization.
- B. As elected representatives of all Port District residents, the primary objective of the Commission is to protect and advance the interests of the Port.
- C. As public representatives of the Port, commissioners shall conduct their official business in a manner that promotes public trust and confidence in the Commission and the Port and enhances the Port’s overall image and reputation with the public as well as the Port’s many business partners.
- D. Port commissioners have a duty to all Port District residents to ensure that the Port operates effectively, efficiently, and responsibly.
- E. The Commission shall strive to resolve conflicts in a professional and constructive manner and work cooperatively toward achieving these policies in order to ensure the continued operational and financial success of the Port for the current and future Port District residents.

SECTION 2: BOARD OF COMMISSIONERS

2.1 Oath of Office. Before assuming office, each commissioner shall take an oath of office in substantially the following form:

“I, [NAME], do solemnly swear that I will faithfully perform the duties of the office of Commissioner of the Port of Astoria to the best of my abilities; that I will abide by the rules, regulations, and policies of the Port; and that I will uphold the laws and the Constitutions of the State of Oregon and the United States of America.”

The oath of office shall be taken by a judge, notary, or other official authorized by Oregon law to hear oaths.

2.2 Duties. The power and authority given the Port under Oregon law is vested in and shall be exercised by the Commission. The Commission shall exercise and carry out the corporate powers described in chapter 777 of the Oregon Revised Statutes, including but not limited to the following:

- A. Provide supervision, control and direction of the Port;

- B. Determine the Port’s strategic plan, broad goals, and policies or changes thereto within the limits of the Bylaws, applicable statutes, and contractual commitments;
- C. Actively pursue and promote economic development of the Port District;
- D. Hire, supervise, and evaluate the Executive Director under the terms of the Executive Director’s contract;
- E. Appoint, and issue direction to, all committees of the Port of Astoria;
- F. Have ultimate responsibility, authority, and discretion regarding the disbursement of Port funds;
- G. According to the procedures provided in these Bylaws, adopt and provide for enforcement of appropriate rules and regulations for use of the Port and its facilities;
- H. Adopt policies governing internal operations and business practices of the Port.
- I. The signature of any one commissioner shall be required for checks issued by the Port.

2.3 Vacancies. The term of a commissioner shall expire when the commissioner is absent from four (4) or more consecutive regular meetings of the board of port commissioners and the board declares the position vacant. [ORS 777.135(6)]. The Port may, in its discretion, grant a leave of absence to any commissioner for up to three (3) months in the event of illness or extended absence from the District. All vacancies shall be filled as provided by ORS 198.320.

SECTION 3: OFFICERS

3.1 Each year at the regular July meeting, the Commission shall choose from among its members a President, Vice-President, Secretary, Treasurer, and Assistant Secretary/ Treasurer who will serve a term of one year. Officers have the powers and perform the duties described in these Bylaws, and as are otherwise usual for the position.

3.1.1 President. The President shall be the Presiding Officer of the Commission; prepare the agenda for all Commission meetings; conduct all Commission meetings and preserve order; enforce the rules of the Commission contained

herein and determine the order and length of discussion on any matter before the Commission, subject to these rules. The President may move, second, debate and vote, and shall not be deprived of any of the rights and privileges of a commissioner. He/she shall appoint the members of all committees and the chairpersons thereof, with the sole exception of the Budget Committee, which, by Oregon law, is appointed by the entire Commission. The President also shall have those additional duties, stated and implied, provided in these Bylaws. In the absence of the Executive Director, or on matters relating to the Executive Director, the President shall be the sole source of contact with the Port Attorney on behalf of the Commission unless otherwise specifically authorized by the Commission. If the President is, for any reason, unable or unwilling to complete his or her term, the Vice President shall succeed the President until a successor is elected by the Commission.

- 3.1.2 Vice President. In the absence of the President, the Vice-President shall be President pro tempore. If the President is, for any reason, unable or unwilling to complete his or her term, the Vice President shall succeed the President until a successor is elected by the Commission. If the Vice President is, for any reason, unable or unwilling to complete his or her term, the Commission shall elect a successor to complete the remainder of the term.
- 3.1.3 Secretary. In the absence of both the President and Vice-President, the Secretary shall act as President pro tempore. The Secretary shall be responsible for ensuring that accurate minutes of Port proceedings are kept as required by Oregon law, and shall, by signature affixed thereon, attest to all duly adopted ordinances and resolutions of the Port and all contracts so required under the Local Contract Review Board Rules duly adopted by the Port Commission. If the Secretary is, for any reason, unable or unwilling to complete his or her term, the Commission shall elect a successor to complete the remainder of the term.
- 3.1.4 Treasurer. The Board Treasurer is responsible for ensuring that all requirements of Oregon's Local Budget Law are followed, and for overseeing financial operations of the Port. The Treasurer shall cause to be provided regular financial updates to the Commission as deemed advisable or appropriate by the Commission. If the Treasurer is, for any reason, unable or unwilling to complete his or her term, the Commission shall elect a successor to complete the remainder of the term.
- 3.1.5 Assistant Secretary/Treasurer. In the absence of the Secretary or Treasurer, the assistant secretary/treasurer shall perform their duties. If the Treasurer is, for any

reason, unable or unwilling to complete his or her term, the Commission shall elect a successor to complete the remainder of the term.

SECTION 4: COMMITTEES

- 4.1 The Port shall have three standing Regular Committees: Airport Advisory, Marina Advisory, and Safety. A Budget Committee also shall be established as required by Oregon law and as further provided in the Section titled “Budget Process” below. Special or ad-hoc committees may be authorized as needed.
- 4.2 Duties and responsibilities of committees shall be as directed by the Commission. Unless specifically authorized by the Commission or otherwise provided for by law, all committees are advisory only and have no decision-making authority, nor shall they create any binding precedent or obligation for the Port. Committees shall report on their activities at Regular Commission meetings.
- 4.3 Unless otherwise prescribed by law, all committees shall organize and operate according to the following procedures:
 - A. With the exception of the Budget Committee, a committee member’s term of service automatically ends on June 30 of the second year after appointment. Members may resign without notice. A committee vacancy, regardless of the reason for the vacancy, shall be filled by the President, as provided in these Bylaws.
 - B. The term of a committee member shall expire if the committee member is absent from four or more consecutive committee meetings and the committee or the Commission declares the position vacant.
 - C. On an annual basis, committee members shall select from among themselves a Committee Chair; a Vice Chair, and a Secretary. A Port of Astoria commissioner may not serve as Chair, Vice Chair, or Secretary on any committee.
 - D. The Chair shall prepare the agenda for all committee meetings; preside over, conduct and preserve order at all committee meetings; and enforce the rules of the Commission as provided herein. The Chair may, in his or her discretion, implement the procedural rules provided in these Bylaws on committee proceedings in order to effectuate the intent of the meeting.
 - E. The Vice Chair shall fulfill the duties of the Committee Chair in his or her absence.
 - F. The Secretary shall take minutes of committee proceedings. The minutes shall, at minimum, summarize the proceedings of the committee meeting and the principal positions taken with respect to matters discussed by the committee. Upon committee approval of the minutes, the Secretary shall transmit a copy of the minutes to the Commission

- 4.4 Committees shall be convened at the request of the Commission President, who shall direct an oral or written notice containing a meeting time and date to each committee member at least five (5) days before any scheduled committee meeting.
- 4.5 The President may, from time to time, assign commissioners to serve on non-Port of Astoria committees within the district when representation on those bodies would serve the interests of the Port.

SECTION 5: MEETINGS

- 5.1 Public Comment. Commission meetings are business meetings of the Commission – they are not meetings of the public. Although it is an important part of the Commission’s work to seek public input when appropriate, the Commission shall be under no standing obligation to take public comment. Public comments shall be at the discretion of the President of the Commission, and may be limited in subject matter or duration as directed by the President.
- 5.2 Regular Meetings. The Regular Meeting of the Commission will be held on the third Tuesday of each month at 4 p.m. in the Port board room, or at the place and time as fixed by the President of the Commission.
- 5.3 Workshops. Workshops may be held between regular meetings for the purpose of informing the Commission on pertinent issues, and to study projects and proposals before taking action. When possible, the agenda for workshops should be limited to one or two subjects. Workshops shall be considered “regular meetings” for purposes of Oregon’s Public Meetings laws and these Bylaws. When necessary or advisable, the Commission may take official action on items discussed at a Workshop.
- 5.4 Special Meetings. The President shall call a Special Meeting of the Commission after receiving a written request from any three (3) commissioners (one of whom may be the President). The request must state the purpose for which the meeting is requested.
- 5.5 Emergency Meetings. The President may call an Emergency Meeting with less than twenty-four (24) hours’ notice when unforeseen circumstances arise that require prompt action of the Commission.
- 5.6 Executive Sessions. The President may call an executive session only as authorized by, or required by, Oregon Revised Statutes chapter 192. Executive Sessions may be called at a Regular, Special or Emergency meeting or Workshop. Before going into executive session, the President, or his or her designee, shall announce the statute(s) authorizing the executive session. No final votes may be taken in executive session.
- 5.7 Notice. Public notice for all meetings of the Commission, including executive sessions, shall be provided in the following manner:

- A. Notice of Regular Meetings and Workshops shall be provided at least five (5) calendar days prior to the meeting.
- B. Notice of Special Meetings shall be provided at least twenty-four (24) hours before the meeting.
- C. Notice of Emergency Meetings shall be provided as soon in advance as possible of the meeting.
- D. The Notice shall include the key topics expected to be discussed or decided at the meeting. If an executive session is expected, the Notice shall include the statutorily authorized purpose of the executive session and the appropriate statutory cite.
- E. Public notice shall be given in at least two of the following ways:
 - 1. By publication in a newspaper of general circulation in the community;
 - 2. By publication on the Port's website;
 - 3. By posting in at least one public place, such as the Port's office door.
 - 4. In the case of emergency meetings only, by telephone, email, or facsimile to local newspaper.
- F. Notice of all Regular Meetings and Workshops will be provided to all commissioners at least three (3) calendar days prior to the day of the meeting. The notice will include an agenda with the principal subjects to be addressed.

5.8 Minutes. Minutes shall be taken at all meetings of the Commission. Minutes shall, at minimum, list the Commission members present; summarize the major topics discussed at the meeting; the outcome of any discussion; and the outcome of any formal action taken. Minutes may be taken by hand, by audiotape, or by videotape. Executive session minutes shall be stored separately from other meeting minutes to avoid inadvertent disclosure.

5.9 Voting. Except when Oregon law requires a unanimous vote, or except as otherwise provided in these By Laws, a majority vote of the entire Commission is required to approve any Commission action, regardless of the number of commissioners present (assuming the quorum requirement is met) at the meeting in which the action is being taken. This rule shall also apply to all proceedings of committees. A roll call vote will be taken on all ordinances and resolutions. Any other question coming before the Commission will be resolved by voice vote, unless a roll call vote is requested by any single commissioner.

The outcome of any vote shall be recorded in the meeting minutes. No voting may be done by proxy.

5.10 Procedural Rules. In order to ensure focused and efficient discussion and to speed Commission proceedings, the following procedures shall apply to all meetings of the Commission. Robert's Rules of Order (most recent edition) shall be used to decide any issues regarding parliamentary procedure not addressed by these Bylaws.

A. **Motions.**

1. **Initiate Discussion.** To initiate a discussion on a matter before the Commission, any commissioner may address the President and state a Motion, doing so clearly and concisely. Any commissioner may second the Motion; if a Motion does not receive a second, it dies. Motions of a purely administrative nature may proceed without a second. The President must State The Question before discussion on the Question/Motion. Commissioners may discuss the Motion only after it has been moved and seconded. Unless otherwise stipulated below, all motions require a second, are debatable, and require a majority of the Commission to pass.
2. **Procedural Motions.** Once a Motion has been made, the Commission President will originate all procedural motions.
3. **No Motion Required.** When the Commission concurs that an item does not require a formal motion, the President will summarize the agreement at the conclusion of discussion.
4. **Amendment to Motion.** A motion to Amend the Main Motion must be initiated and passed in the same manner as any other motion and must be discussed as a separate motion. The motion to amend must be resolved before debate on the Main Motion resumes.
5. **Further Study.** Where a commissioner believes it appropriate to refer a matter to a committee for further study, a motion to refer the matter to a committee may be made.
6. **Table the Motion.** Where a commissioner finds reason to lay the Main Motion aside temporarily without setting a time for resuming consideration of the matter, but with the provisions that the matter may be taken up again if the majority so decides, the Motion to Table may be made. This motion is not debatable.

7. **Take from the Table.** Where a commissioner desires to resume consideration of a Main Motion which lies on the table, this motion is in order.
 8. **Postpone the Motion.** Where a commissioner believes that a matter requires further study or wants more time to consider the matter and thus desires to delay final consideration and a vote on the matter to a specific time, a Motion to Postpone is in order.
 9. **Motion for the Previous Question.** Where a commissioner desires to end debate altogether and prevent the making of any further secondary motions (e.g. Motion to Amend), a Motion to Call the Question ("I move the previous question," or "I call the question," or "I move we vote now") is in order. This motion is not debatable and requires a 2/3 majority to pass. If the motion does not pass, debate on the main motion resumes.
 10. **Motion to Rescind.** Where a commissioner wishes to nullify a previous Commission decision or action, this motion may be used.
 11. **Motion to Reconsider.** If new information comes to light and a commissioner believes the Commission would render a different decision in light of the new information, a Motion to Reconsider is in order. This motion may only be made at the same meeting at which the original decision was made or the one following.
- B. **Voting.** The motion maker, President, or meeting recorder shall repeat the motion prior to voting. Once a vote is final, the matter is closed for discussion, and shall not be brought before the Commission again without a clear showing that circumstances warrant reconsideration.
- C. **Points of Order.** Any commissioner may raise a point of order at any time. The President shall decide all points of order, subject to the right of any commissioner to appeal the decision to all commissioners present.
- D. **Speaking by Commissioners.**
1. Any commissioner desiring to be heard shall request to be heard by the President. Once recognized, the speaker shall confine his or her remarks to the subject under consideration.
 2. No commissioner shall speak more than once on a particular question until every other commissioner has had an opportunity to do so.
 3. Commissioners will speak one at a time, allowing one another to finish. However, a commissioner may interrupt another commissioner and ask the President to recognize a question of personal privilege in cases where the

commissioner's integrity, character, or motives are questioned. If the President recognizes the privilege, the speaker being interrupted shall yield to the commissioner raising the question.

5.11 Virtual Attendance. Personal attendance at a Commission meeting is required in order for a commissioner to have full deliberative and voting rights at the meeting. A commissioner may attend a Commission Meeting by telephone or other electronic means provided the chosen electronic means does not interfere with the ability of the Commission to fully, clearly, and expeditiously deliberate and vote on the matters to be decided and the members of the public in attendance may clearly hear and understand all deliberations as they occur.

5.12 Agendas. In cooperation with the Executive Director, the President shall prepare an agenda of the business to be presented at all Regular Business meetings, Special Meetings, and Emergency Meetings.

A. The agenda for all Regular Meetings, Workshops, and Special Meetings shall be finalized by the President and sent with all supporting documentation to the commissioners no later than three (3) calendar days prior to the day of the meeting. No agenda items may be added to or removed from the agenda after issuance to the Commission, except as provided in subsection B.i below. The agenda for an Emergency Meeting shall be finalized as soon as is practicable under the circumstances.

B. It is the express desire of the Commission that meetings be conducted efficiently and in an orderly fashion. In support of this objective, the Commission provides as follows:

1. Commissioners shall make every effort to ensure that subjects they wish to be considered are submitted to the Executive Director or President in time to be placed on the agenda. A Commission member may add or remove an item from the agenda by motion at the beginning of the meeting. Any such motion must be seconded and then approved by a majority of the Commission.

2. A consent calendar will be placed on the agenda to address routine matters of an administrative nature that may be approved by a single vote of the Commission. At minimum, the consent calendar shall contain the following:

- Minutes of the previous meeting
- Upcoming events
- Monthly financial report.

3. Upon motion by any one commissioner, and upon receipt of a second to the motion, a majority of commissioners present may approve removing any item from the consent calendar for separate consideration. Items remaining on the consent calendar will be acted upon by a single motion to “adopt the consent calendar.” Receipt of a motion and second to adopt the consent calendar precludes further discussion of any item remaining on the consent calendar. Adoption of the consent calendar by the affirmative vote of the majority of commissioners present shall have the same effect as a separate vote on each item.

SECTION 6: ADMINISTRATION

- 6.1 Executive Director Authority. The Executive Director has the authority and responsibility to operate the Port and conduct its activities as outlined in this Section, subject to such policies or instructions as may be issued by the Commission. The Executive Director has full authority to participate in deliberations of the Commission and to execute all contracts, leases, and any other agreements that have been duly approved by the Commission.
 - A. The Executive Director is authorized to spend Port funds in accordance with the “Spending Authority” provision under the Port of Astoria Local Contract Review Board Rules, contained in Resolution ~~2005-07~~ 2018-08 and any later amendments thereto.
- 6.2 Executive Director Responsibilities. The Executive Director is responsible for hiring, supervising, and disciplining Port staff. The Executive Director shall be responsible for the daily management and administration of Port operations and affairs, including but not limited to staff performance; advising the Commission of the needs of the Port; and taking such action as is deemed requisite, necessary, or convenient in carrying out the work of the Port.
 - A. The Executive Director shall submit regular reports to the Commission, outlining the major activities undertaken by the Port. In addition to the above, the Executive Director shall be responsible for the following:
 1. Implementation of the Port's programs and goals, and Commission decisions;
 2. Overseeing functions that support compliance with legal obligations and organizational policies;
 3. Evaluating risks to the organization and its mission;

4. Evaluating trends that may affect the organization's ability to fulfill its mission and serve its intended class of beneficiaries;
5. Making suggestions and providing advice based on experience;
6. Serving as an advocate for the Port and its mission;
7. On behalf of the commissioners, or as needed to effect Port business, communicating with the Port's legal counsel or authorizing appropriate staff to do so;
8. Establishing policy for staff membership and attendance in professional organizations.

SECTION 7: PORT ATTORNEY

- 7.1 The Commission shall appoint a Port attorney who will provide general counsel to the Commission and staff as needed. The Port Attorney will advise the Commission and staff on laws and regulations that affect their decisions and, upon request, will provide review of Port agreements, policies, resolutions and ordinances for legal sufficiency.
- 7.2 The Executive Director may secure the services of any other qualified attorney as needed on a case-by-case basis, as the needs arise. Leases of duration greater than one year shall be reviewed by an Executive Director-appointed attorney. Agreements for personal services, procurements, or public improvements shall be approved by the Executive Director and may be referred to an attorney for review at the Executive Director's discretion. All such contracts shall be executed in compliance with the Local Contract Review Board Rules.
- 7.3 All communications to Port Counsel outside of a Commission meeting shall be made by the President of the Commission, the Executive Director, or the President's or Executive Director's designee.

SECTION 8: COMMUNICATION WITH STAFF

- 8.1 As provided in these Bylaws, supervision of Port staff is delegated to the Executive Director, who is accountable to the Commission. To ensure efficient and effective Port operations, Commission members shall adhere to the following policies:

- A. Port commissioners shall not interfere with the day-to-day administration of the Port or the regular operation of the Port's business. Commissioners shall limit individual contact with staff members and other employees so as not to influence staff decisions, staff recommendations, or work performance.
- B. Port commissioners shall not engage in activities or actions, including but not limited to interactions with Port staff or the members of the public, that may undermine the authority of the Executive Director or any department head.
- C. Port commissioners shall address questions or concerns about Port operations directly to the Executive Director. Unless otherwise directed by a majority of the Commission, the means by which to address the question or concern shall be in the Executive Director's sole discretion. If the individual commissioner is not satisfied with the answers provided or the actions taken by the Executive Director, the commissioner shall take the concern to the Commission, which, as a body, shall consider the question or concern and take action the Commission deems appropriate.

SECTION 9: COMMUNICATION WITH MEDIA

Any official position or comment by the Commission to any media representative or outlet shall be provided only by, or as authorized by, the President or the Executive Director. Any other communication with media representatives shall be considered unauthorized and shall not represent the official position of the Port.

SECTION 10: ETHICS

- 10.1 All members of the Port Commission shall constantly strive to meet the highest ethical standards, including but not limited to the following:
- A. Commissioners shall review and observe the requirements of the Oregon's Ethics Laws for Public Officials (ORS 244.010 to 244.390), which prohibit the use of public office for private financial gain. **Liability for violation of Oregon's Ethics Laws for Public Officials is personal to the public official.** It is not covered by the Port's liability coverage, and the costs of investigation and any penalty issued are the responsibility of the commissioner.
 - B. With respect to financial conflicts of interest, commissioners are required to disclose at a public meeting of the Port any actual or potential conflict of interest,

and ensure the disclosure is recorded in the official meeting minutes each time the matter is discussed.

C. In summary, a conflict of interest exists if any decision of the commissioner could or would result in a financial gain (or avoidance of a financial loss) to the commissioner, a relative of the commissioner, or a business owned by the commissioner or the commissioner's relative.

- If there is an actual conflict of interest (a financial benefit will occur), the commissioner may not participate in discussion of the matter and may not vote. If the conflict is potential (it isn't certain that there will be a financial benefit), the commissioner may still participate in the discussion and may still vote, as long as the potential conflict is disclosed.

D. In addition to matters of financial interest, commissioners are expected to maintain the highest standards of ethical conduct and assure fair and equal treatment of all persons, claims, and transactions coming before the Commission. Commissioners are expected to represent the best interests of the Port and all of its customers, visitors, tenants, and business associates, and not pursue individual agendas. This includes the duty to refrain from:

- Disclosing confidential information or making use of special knowledge or information before it is made available to the general public.
- Making decisions that disproportionately affect the commissioner's business associates, customers, clients, and competitors.
- Promoting relatives, clients or employees for boards and commissions without making appropriate disclosures.
- Requesting preferential treatment for themselves, relatives, associates, clients, coworkers or friends.
- Seeking employment of relatives with the Port.
- Actions benefiting special interest groups at the expense of the Port as whole.
- Accepting a gift exceeding \$50 in total value within any single year from any source with a legislative or administrative interest in the Port.

SECTION 11: COMMISSIONER EDUCATION

All commissioners shall be required to complete certain curricula as recommended by the Port of Astoria Strategic Plan. The curricula shall consist of the following minimum criteria:

1. Attend an SDAO training once per year.
2. Read and be familiar with the Port commissioner Oregon statutory reference guide.
3. Read and know the OGEC (ethics) guide.
4. Read and know the Local Budgeting Manual published by the OR Dept. of Revenue.
5. Know and follow these Bylaws.

SECTION 12: COMMISSIONER EXPENSES

- 12.1 Pursuant to ORS 198.190, commissioners may receive up to \$50 per day for time spent attending official meetings of the Port, consistent with the Board Compensation and Reimbursement Policy.
- 12.2 Commissioners also may be reimbursed for actual travel expenses incurred on Port official business that is specifically designated by separate policy adopted by the Commission. Upon the effective date of these Bylaws, all prior authorizations shall be null and void, and must be renewed by the Commission to be deemed properly authorized. Activities not specifically set forth as an approved business activity shall not be reimbursable by the Port.

SECTION 13: BUDGET PROCESS

- 13.1 The process for preparing and approving the Port's annual budget is described in Oregon's Local Budget Law, ORS chapter 294. The *Local Budgeting Manual* published by the Oregon Department of Revenue shall be the primary reference for all budgeting issues.
 - A. The annual budget process is as follows:
 1. Commission appoints Budget Officer. (ORS 294.331)
 2. Commission appoints Budget Committee consisting of all commission members and an equal number of electors. (ORS 294.414). Vacancies on

the Budget Committee are filled by the Commission. There is no provision in Oregon law for alternate Budget Committee members.

3. Budget Officer prepares or supervises the preparation of a budget message, which explains the proposed budget and any significant changes in the Port's fiscal policy or financial position, as well as a proposed budget to present to the Budget Committee. (ORS 294.426)
 4. Budget Officer publishes notice of Budget Committee meeting in manner prescribed by law. (ORS 294.401)
 5. Budget Committee meets. Budget message is delivered. Committee meets thereafter as needed to revise and complete the budget. At least one meeting must provide the opportunity for questions and comments from any interested person. (ORS 294.426)
 6. Budget Committee considers the budget and comments made by the public, and may make additions or deletions. When the Budget Committee is satisfied, it approves the budget. Approval of the budget and of the amount or rate of tax should be by motion and be recorded in the minutes of the meeting. (ORS 294.428)
 7. Budget Officer publishes summary and "Notice of Budget Hearing and Financial Summary" five to 30 days before the scheduled hearing. (ORS 294.448)
 8. Commission holds one or more budget hearings on the date specified in the public notice to listen to citizens' testimony on the approved budget. (ORS 294.453)
 9. Commission adopts budget, makes appropriations, imposes taxes, and categorizes taxes. The governing body may make changes in the approved budget before it is adopted. (ORS 294.456)
 10. Port certifies taxes to the county assessor. (ORS 294.458)
- B. Upon submission of the budget to the Commission, the Budget Committee has completed its duties as required and no further meetings of the Budget Committee shall take place prior to the next budget cycle unless the Commission so directs.

- C. Budget Committee members are “public officials” as that term is defined in Oregon’s Ethics Laws for Public Officials, and are subject to conflict of interest disclosure requirements.

SECTION 14: AMENDMENTS

These Bylaws may be amended only by resolution that has been duly approved by at least four (4) commissioners.

SECTION 15: MISCELLANEOUS

15.1 Effect on Prior Actions. Upon passage of these Bylaws, the following resolutions, policies, and actions of the Port of Astoria are fully repealed and abrogated:

- Resolution 93-1 - By Laws of the Port of Astoria, including ‘Committee Responsibilities’ that appear to have been appended thereto
- Resolution 93-6 - Amending Resolution 93-01, By Laws of Port of Astoria (Repealed by Resolution 2001-26)
- Policy Statement 93-1 - Executive Director Authority (Repealed by Resolution 2001-26)
- Policy Statement 93-2 - External associations, Membership and Attendance (Repealed by Resolution 2001-24)
- Policy Statement 93-3 External Communications
- Policy Statement 93-4 Commissioner Compensation
- Resolution 2001-24 (Repealing Policy Statement 93-2)
- Resolution 2001-26 Amending Resolution 93-1 and Repealing Resolution 93-06 (Amended by Resolution 2014-02)
- Resolution 2008-05
- Resolution 2010-13
- Resolution 2014-02 Amending Resolution No. 93-01 Creating Bylaws for Special Committees and Repealing Resolution 2001-26 in part
- Resolution 2014-04 Amending Resolution 93-1 and Creating the Airport Advisory Committee and the Marina Advisory Committee

15.2 Limitation. No right or liability of the Port existing at the time these Bylaws take effect shall be impaired or discharged by adoption of these Bylaws, except as provided herein.