

RESOLUTION NO. 2863

A RESOLUTION OF THE CITY COUNCIL CREATING THE KITAKATA SISTER CITY ADVISORY BOARD.

WHEREAS, the City has had a Sister City Relationship with Kitakata, Japan for over 32 years; and

WHEREAS, the former non-profit, Wilsonville Sister City Association (WSCA) has facilitated cultural exchanges between the City of Wilsonville and Kitakata, Japan for about 32 year; and

WHEREAS, the WSCA can no longer fund the program as needed; and

WHEREAS, staff has prepared bylaws and a budget to administer the program and support an official Kitakata Sister City Advisory Board; and

WHEREAS, the program is intended to help guide and support the development and activities of the Sister City Program, whose mission is to encourage cross-cultural understanding and to promote educational and economic exchange between the citizens of Wilsonville and our Sister City Kitakata, Japan; and

WHEREAS, to serve in an advocacy, supporting and ambassadorial capacity and assist in organizing events and promoting a positive image and good relations for the Sister City Program and the City of Wilsonville within the community, the region, the state and internationally; and

WHEREAS, work to further advance the planning and implementation of initiatives that support the Sister City Program. The Board may recommend general policies and activities and otherwise advise and support the Mayor and City Council. The Board may recommend policy to the Mayor and City Council; and

WHEREAS, on November 16, 2020 the City Council reviewed a proposal outline to create a Kitakata Sister City Board and directed staff to proceed as outlined.

NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF WILSONVILLE RESOLVES AS FOLLOWS:

Section 1. Kitakata Sister City Advisory Board:

1. The Wilsonville Kitakata Sister City Board (“Board”) is hereby created as a deliberative and recommending body that reports to the City Council.

Section 2. Mission:

1. The Kitakata Sister City Advisory Board's mission is to encourage cross-cultural understanding and to promote educational and economic exchange between the citizens of Wilsonville and our Sister City Kitakata, Japan.

Section 3. The Committee shall have two primary areas of responsibility:

1. The Board serves in an advocacy, supporting and ambassadorial capacity and will assist in organizing events and promoting a positive image and good relations for the Sister City Program and the City of Wilsonville within the community, the region, the state and internationally.
2. Board members work to further advance the planning and implementation of initiatives that support the Sister City Program. The Board may recommend general policies and activities and otherwise advise and support the Mayor and City Council. The Board may express its opinion on policy recommendations submitted to it by the Mayor and City Council.

Section 4. Appointment:

1. The Mayor recommends and the City Council confirms Committee members, who serve at the pleasure of the Council.

Section 5. Membership:

1. The Board shall consist of five (5) to nine (9) members. Official terms of office of Board member terms begin January 1st of the year immediately following appointment, unless the member is appointed to fill an unexpired term, in which case the Board member shall serve until the end of the term the Board member was appointed to fill. Board member terms shall be staggered. All recommendations for appointments to the Board shall be made by the Mayor and ratified by the Council.
2. Appointments shall be for a term of three years.
3. No Board member shall be appointed for more than two full consecutive terms (not counting a partial term served), but any person may be appointed again to the Board after an interval of one year.

4. Upon completion of a term, a member who does not continue with the Board shall be designated an "emeritus board member" upon request. Emeritus board members will be kept informed of Board activities and invited to continue close association with the Program. Emeritus members are regarded as ex-officio members of the Board and are welcome to attend meetings regularly and be heard, though may not vote or be considered as a member of a quorum.
5. Members shall be deemed public officials for purposes of Oregon's government ethics laws.

Section 7. Organization and Conduct of Meetings:

1. At the first meeting of each fiscal year, the Committee will elect a chair and vice-chair from the voting members.
2. The Chair (Vice Chair in the absence of the Chair) will preside over all meetings.
3. Unless otherwise specified, Robert's Rules of Order shall govern the meetings.
4. Meetings will be held quarterly.
5. The Staff Liaison shall draft the minutes of all official Board meetings and retain the minutes in accordance with Oregon's public record laws.
6. A simple majority of the appointed Board members constitutes a quorum and is required in order to transact business or take official action. A majority of the Board members must be present to consider any item on the agenda.
7. All meetings will be announced and open to the public.

Section 8 – Duties of the Board

Duties of the Board shall be to fulfill the mandate set forth by the City of Wilsonville. In addition, the Board of Directors shall support the development of the Kitakata Sister Cities Program through:

- a. Assisting in the development of strategic plans
- b. Submitting recommendations and requests for the annual program budget
- c. Recommending program policies to the City Council
- d. Conducting activities through projects and events to support:

- 1) Resource development;
- 2) Promotion of cross-cultural understanding and exchange between the community of Wilsonville and its Sister Cities;
- 3) Community support and public relations and outreach.

Section 9. Effective Date:

This resolution becomes effective upon adoption.


ADOPTED by the Wilsonville City Council at a regular meeting on December 7, 2020, and filed with the Wilsonville City Recorder this date.

DocuSigned by:

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Tim Knapp, Mayor

ATTEST:

DocuSigned by:

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Kimberly Veliz, City Recorder

SUMMARY OF VOTES:

Mayor Knapp	Yes
Council President Akervall	Yes
Councilor Lehan	Yes
Councilor West	Yes
Councilor Linville	Yes

EXHIBIT:

- A. Bylaws of the Kitakata Sister City Advisory Board

BYLAWS OF THE KITAKATA SISTER CITY ADVISORY BOARD

I. CHARTER/PURPOSE.

The purpose of the Wilsonville Kitakata Sister City Advisory Board (“Board”) is to help guide and support the development and activities of the Sister City Program (“Program”). The Board’s mission is to encourage cross-cultural understanding and to promote educational and economic exchange between the City of Wilsonville and our Sister City Kitakata, Japan. This is an advisory board to the Wilsonville Mayor (“Mayor”) and the Wilsonville City Council (“Council”).

The Board serves in an advocacy, supporting, and ambassadorial capacity by promoting a positive image and good relations for the Program and the City of Wilsonville (“City”) within the community and internationally. The Board is a standing committee of the City.

Board members work to promote initiatives that support the Program. The Board will recommend general policies and activities and will otherwise advise and support the Mayor and Council with respect to advancement of the Program goals and aspirations.

II. BOARD MEMBERSHIP AND FORMATION.

The Board will consist of no less than five (5) and no more than nine (9) members. Official terms of office of Board member terms begin January 1st of the year immediately following appointment, unless the member is appointed to fill an unexpired term, in which case the Board member shall serve until the end of the term the Board member was appointed to fill. Board member terms shall be staggered. All recommendations for appointments to the Board shall be made by the Mayor and ratified by the Council.

Diversity in membership is encouraged. The Mayor will therefore attempt to achieve diversity by including, among others, local school district employees, Wilsonville high school students, past host family members and exchange students, and local business owners.

Board membership staggering will proceed as follows: Of the members first appointed, three members shall be appointed for a one-year term, three members shall be appointed for a two-year term, and three members shall be appointed for a three-year term. Subsequent appointments shall be for terms of three years. Decisions concerning reappointment of a Board member will be recommended by the Mayor and ratified by the Council.

Upon completion of a term, a Board member who does not continue with the Board may, upon request, be designated an “emeritus board member.” Emeritus board members will be invited to continue close association with the Program. Emeritus board members are regarded as ex-officio members of the Board and are welcome to attend meetings and be heard, but they will not have voting rights and will not be considered as members for the purpose of establishing a quorum.

Board members shall be deemed public officials for the purposes of Oregon's Public Meetings Law and State ethics laws.

No Board member shall be appointed for more than two full consecutive terms (not counting a partial term served), but any person may be appointed again to the Board after an interval of one year.

III. DUTIES OF THE BOARD.

The Board of Directors will report to and take direction from the Council. The Board of Directors shall support the development of the Program by:

- a. Assisting in the development of Sister City strategic plans.
- b. Submitting recommendations for the annual Program budget.
- c. Recommending Program policies to the Council.
- d. Conducting activities through projects and events to support Wilsonville and its Sister City, including:
 - 1) Resource development;
 - 2) Promotion of cross-cultural understanding and exchange between the community of Wilsonville and Kitakata;
 - 3) Community support and public relations and outreach.

IV. VACANCIES ON THE BOARD.

Vacancies on the Board shall be filled by appointment, upon recommendation from the Mayor and ratification by the Council. Those appointed Board members will hold office until such position would normally terminate.

V. BOARD OFFICERS AND STAFF LIAISON.

Officers of the Board will consist of a Chair and Vice-Chair, together with such other officers as the Board members from time to time may require.

- a. **DUTIES OF THE CHAIR.** The Chair shall preside over all meetings of the Board and generally discharge the duties as are properly required by the Board. The Chair, in consultation with the Staff Liaison, will set the meeting agenda for Board meetings.
- b. **DUTIES OF THE VICE-CHAIR.** The Vice-Chair shall preside over meetings of the Board in the absence of the Chair. The Vice-Chair will otherwise exercise those powers and perform such duties as assigned by the Chair.
- c. **DUTIES OF LIAISON.** The Sister City Staff Liaison will be a City staff person appointed by the City Manager to assist the Board with those duties, as assigned by the Chair or Vice-Chair.

Each Officer shall be elected by the Board for a one-year term. No member shall serve as an Officer for more than two consecutive one year terms, but may be appointed again after an interval of one year has passed.

Elections shall be held at the first meeting of the Board each year, and Officers shall assume office immediately following the election. With the exception of the initial year of the Board, Board members shall serve on the Board for at least one year before becoming eligible to serve as an Officer.

Vacancies in the position of Chair and Vice-Chair, regardless of cause, shall be filled by majority vote of the remaining Board members, and those elected to fill vacated positions shall hold office until the next regularly scheduled election.

VI. MEETINGS OF THE BOARD.

- a. **REGULAR MEETINGS.** Regular Board meetings will be held quarterly, at a designated time and at a location within Wilsonville.
- b. **SPECIAL MEETINGS.** Special meetings of the Board may be called at any time, at the discretion of the Board Chair, and shall be promptly called upon written request of any three members of the Board to the Chair. Such meetings shall be held at the location within the City of Wilsonville, as designated by the Chair.
- c. **NOTICE OF BOARD MEETINGS.** Notice of all regular and special Board meetings shall be given to the public in compliance with Oregon’s public meetings laws.
- d. **QUORUM AND VOTE.** A simple majority of the appointed Board members constitutes a quorum and is required in order to transact business or take official action. A majority of the Board members must be present to consider any item on the agenda.
- e. **ORDER OF BUSINESS.** Business at both regular and special meetings of the Board shall be conducted according to *Roberts Rules of Order Newly Revised*.
- f. **RECORD KEEPING.** The Staff Liaison shall draft the minutes of all official Board meetings and retain the minutes in accordance with Oregon’s public record laws.
- g. **OPERATING BUDGET.** The Staff Liaison shall be responsible for drafting requests for an operating budget in conjunction with the Board, to be submitted to Council through the annual budget process.

VII. AMENDMENTS.

Recommendations to alter, amend, or repeal these Bylaws may be made upon thirty days’ notice at any meeting of the Board, and approved by a vote of at least two-thirds of all the Board members. Such recommendations must be reviewed by the City Attorney for legal compliance and conformance to City Code, and thereafter be presented to Council for approval or denial before any changes to the Bylaws can be made.

Approved and adopted by the Wilsonville City Council on this 7 day of December, 2020 by Resolution No. 2863.