



BYLAWS OF THE
COMMUNITY BENEFITS AGREEMENT
ADVISORY COMMITTEE

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ARTICLE I – SCOPE OF BYLAWS, PURPOSE, AND AUTHORITY

SECTION 1. SCOPE OF BYLAWS

The Community Benefits Agreement Advisory Committee (the “CBAAC” or the “Committee”), constituted pursuant to the City Charter and Chapter 378 of the Columbus City Codes, adopts these Bylaws (the “Bylaws”) in accordance with Columbus City Codes §378.05 and §121.05 to outline the procedures by which the Committee will conduct its work.

SECTION 2. CERTIFICATION AND PUBLICATION OF BYLAWS

Immediately upon adoption by a two-thirds (2/3) vote of the seated Committee, a copy of these Bylaws shall be certified and attested to by the chairperson. The certified copy shall be submitted by the Administrative Coordinator for filing with the City Clerk and publication in the City Bulletin within twenty (20) calendar days thereafter in accordance with Columbus City Codes §121.05. These Bylaws shall become effective on the tenth day following publication in the City Bulletin.

A copy of these Bylaws shall be maintained by the Administrative Coordinator on behalf of the Committee and by the Columbus City Clerk.

SECTION 3. AMENDMENTS

The Committee may amend these Bylaws from time to time by a two-thirds (2/3) vote of the seated Committee. All Committee members must receive a copy of any proposed Bylaw amendment(s) at least seven (7) business days prior to a vote on the proposed amendments. Proposed amendment(s) shall be distributed to all members in the same manner as regular meeting materials.

Amendments adopted pursuant to the foregoing procedures shall be effective on the tenth calendar day after promulgation by publication in the City Bulletin in accordance with Columbus City Codes §121.05.

SECTION 4. PURPOSE AND AUTHORITY

The purpose of the Committee is to discharge the duties and functions designated to the Committee by the City Charter, Chapter 378 of the Columbus City Codes, and as provided for by ordinance of Council. The Committee is empowered to make, adopt, and amend its own procedures for the conduct of its meetings and proceedings in accordance with these Bylaws. The Committee is likewise empowered, pursuant to Section §121.05, to make, adopt, and amend rules and regulations pertaining to the duties of the Committee in accordance with the process provided for in these Bylaws.

SECTION 5. DEFINITIONS

Terms not otherwise defined in these Bylaws shall have the meaning prescribed in Chapter 378 of the Columbus City Codes.

ARTICLE II – MEMBERS

SECTION 1. APPOINTMENTS AND TERMS

The Committee shall consist of nine (9) volunteer members as outlined in §378.05 of the Columbus City Codes. A quorum shall exist when a majority of the members appointed to and serving on the Committee are present. Unless a greater number is otherwise required by these Bylaws, a majority vote of the total votes of the Committee members present when a quorum exists shall constitute action by the Committee.

The Committee shall include representatives of groups historically underrepresented in the building and construction industry, the Columbus/Central Ohio Building and Construction Trades Council ("CBCTC"), contractors, the Office of the Mayor, the Department of Finance and Management, the Department of Development, the Office of Diversity and Inclusion, and City Council.

The Committee member terms are three (3) years, subject to reappointment by the Office of the Mayor and City Council.

A Committee member who, for any reason, seeks to voluntarily resign from the Committee shall do so by submitting a written letter of resignation to the Chairperson. The Chairperson of the Committee shall send notification to the Administrative Coordinator requesting replacement of the member by the Office of the Mayor and City Council. Any member appointed to a position that has been vacated prior to the expiration of the position's three year term shall be appointed to serve out the remainder of the unexpired term.

SECTION 2. REMOVAL OF A COMMITTEE MEMBER

At the recommendation of the Committee, the Mayor, with the concurrence of Council, may remove any member so appointed, for inefficiency, neglect of duty (including failure to attend meetings), or malfeasance in office, having first given to such member a copy of the charges and an opportunity to be heard in person or by defense counsel, before the City Council. Such removal shall be final.

Committee Members must attend every Committee meeting or, if unable to attend, seek to be excused from the meeting by the chairperson prior to the meeting. Any Committee Member who shall have been absent from two (2) consecutive regular meetings of the Committee without having been so excused by the Chairperson shall be deemed to have neglected their duty and the Committee may seek to recommend to the Mayor and City Council that the member be removed.

A Committee Member may be recommended for removal to the Mayor and City Council by a two-thirds (2/3) vote of the seated Committee for any behavior constituting inefficiency, neglect of duty, or malfeasance in office.

ARTICLE III – ORGANIZATION AND OFFICERS

SECTION 1. CO-CHAIRS

The Committee shall include two (2) co-chairs, both of whom shall be nominated by members of the Committee and selected by the Committee. One chair shall prepare the agenda, call meetings to order, announce the businesses of the Committee, recognize persons who are entitled to speak, authenticate by signature decisions of the Committee, among other duties; and the other shall take and maintain the minutes of the meetings. If one of the co-chairs is not present for the meeting, and quorum has been met, the co-chair that is present may preform both roles in order to allow the meeting to proceed.

ARTICLE IV – DUTIES OF MEMBERS AND STANDARDS OF CONDUCT

SECTION 1. ATTENDANCE

The Committee is a public body. As a public body, Committee Members are required to attend, in person, in order to be considered present for purposes of constituting a quorum and to vote. Should virtual attendance be authorized by an act of the General Assembly, by order of the Governor or Mayor, or by amendment or wavier of provisions of the City Charter, then the Committee may perform its duties in accordance with any virtual attendance requirements that may be so provided.

SECTION 2. ABSENTEEISM

Committee Members are expected to attend the regular meetings of the Committee. A Committee Member who, due to illness, travel schedules, jury duty, or other unavoidable conflict will be unable to attend a meeting shall notify the Chairpersons, prior to the time of the meeting, of the member's unavailability. The Chairpersons shall make note of the excused or unexcused absence of any Committee Member upon calling the meeting to order.

SECTION 3. CONFLICT OF INTEREST

Each Committee member has a duty to disclose potential conflicts of interest, particularly with respect to Community Benefits Agreements proposed by the Committee. A Committee member with a potential conflict of interest must recuse them self from hearing or participating in discussions on the matter. A Committee member with a potential conflict of interest shall notify the chairpersons as soon as practicable.

Columbus City Code § 378.05 designates certain members of the Committee shall be representatives of various community groups, that may become signatory to potential Community Benefits Agreement that is recommended by the Committee. Committee members representing community groups, as required by § 378.05, shall not be considered to have a conflict of interest regarding their group's signatory or non-signatory status to potential Community Benefits Agreements, unless said Committee member will personally benefit financially from the execution of such an agreement.

SECTION 4. PROFESSIONALISM

All Committee members shall act in a professional manner while discharging their duties as Committee members.

ARTICLE V – ADMINISTRATIVE COORDINATOR

SECTION 1. DUTIES OF THE ADMINISTRATIVE COORDINATOR

The Chairperson shall select a City of Columbus employee to serve as Administrative Coordinator to assist the Committee in scheduling meetings, preparing all documentation necessary for the Committee to access in order to discharge its duties, and performing related administrative tasks at the request of the Committee. In this capacity, the Administrative Coordinator may:

- (a) Prepare, at the direction of the chairperson, the agenda for the regular meetings;
- (b) Receive correspondence on behalf of the Committee;
- (c) Respond to any requests for additional information from the Committee;
- (d) Maintain records on behalf of the Committee;
- (e) Respond to public records requests on behalf of the Committee;
- (f) Create a transcript of each hearing;
- (g) With respect to regular meetings, send Committee members a reminder at least forty-eight (48) hours before the prescribed time to convene;
- (h) Advertise regular meetings open to the public by publishing notice in the City Bulletin at least one week prior to the regular meeting, and notify any members of the public or media that have requested notification of such meetings;
- (i) Contact new Committee members and provide copies of any Committee orientation documents including a copy of these Bylaws;
- (j) Other duties as assigned pertaining to the work of the Committee.

ARTICLE VI – LEGAL COUNSEL

SECTION 1. LEGAL COUNSEL

The Committee shall be represented by counsel from the City Attorney's Office. Upon notification by the Committee that legal counsel is required, the Administrative Coordinator shall contact the City Attorney's Office to coordinate the assistance needed.

ARTICLE VII – REGULAR MEETINGS

SECTION 1. PROCEDURAL RULES

Meetings of the Committee shall be open to the public. Generally, regular meetings shall be conducted in accordance with these Bylaws. Where the Bylaws are silent, Robert's Rules of Order, Newly Revised may be consulted.

SECTION 2. QUORUM

All meetings convened for official action must have a quorum present to conduct business. If a quorum is not present, or not maintained, the present Committee members may discuss matters of general concern, but official action requiring a vote may not be taken and must be deferred to a future meeting.

All matters to be considered by the Committee for official action are to be decided upon by an affirmative voice vote, with a majority vote of the members present needed to affirm action.

SECTION 3. ORDER OF BUSINESS

The order of business for the Committee shall be at the discretion of the chairperson. However, the agenda for each regular meeting shall include:

1. Roll call by the Administrative Coordinator
2. Approval of the minutes of the last meeting.
3. Presentation of any reports from committee chairs or other persons.
4. Discussion of matters of old business, if any.
5. Discussion of matters of new business, if any.
6. Adjourn the meeting.