

**BYLAWS OF THE  
MULTNOMAH COUNTY DEFERRED  
COMPENSATION PLAN COMMITTEE**

**A §457 DEFINED CONTRIBUTION PLAN**

**ARTICLE I  
THE COMMITTEE**

**Section 100.        Name of the Committee**

The official body referred to in these Bylaws shall be known and referred to as the "Multnomah County Deferred Compensation Plan Committee" or, in the alternative, the "Committee."

**Section 101.        Office of the Committee**

The official mailing address of the Committee shall be:

Deferred Compensation Committee  
Finance Risk Management Division  
501 SE Hawthorne Blvd Suite 531  
Portland OR 97214

**Section 102.        Meeting Place of the Committee**

Except as otherwise provided by the Committee from time to time, the regular meeting place of the Committee shall be at the Multnomah Building, 501 SE Hawthorne Blvd, Suite 531, Portland OR 97214

**Section 103.        Number of Members**

Pursuant to the Multnomah County Deferred Compensation Plan Document, there shall be a five member Deferred Compensation Committee, consisting of the following positions: the Deferred Compensation Plan Administrator, the designated County Attorney, and three members who are participants in the Plan and appointed by the Chair with approval of the Board of County Commissioners. The committee members, with exception to the Plan Administrator and attorney, shall serve one 5 year term. Committee members may be reappointed at the end of designated term.

**Section 104.        Vacancies in Office**

Vacancies in the office of a member of the Committee shall occur upon the happening of any of the following events:

- a. Resignation of the member
- b. The member ceases to discharge the duties of his or her office for a period of three (3) consecutive quarters except when with the consent of the Committee

- c. The member being convicted of a felony or of any offense involving a violation of his or her official duties
- d. The death of a member
- e. Any inability to carry out duties

Pursuant to the Multnomah County Deferred Compensation Plan Document, all Committee members are appointed by the Multnomah County Chair and approved by the Board of County Commissioners.

## **ARTICLE II** **OFFICIATE**

### **Section 200.        Officiate**

The Committee meetings shall be officiated by a Chair.

### **Section 201.        Qualifications of Chair**

The Chair of the Committee shall be the Multnomah County Deferred Compensation Plan Administrator.

### **Section 202.        Powers and Duties of Chair**

The Chair shall have the following powers and duties:

- a. Preside at all meetings of the Committee and at all hearings conducted by the Committee
- b. Perform such other duties as may be required either by the Board of County Commissioners or by order of the Committee
- c. In the absence of the Chair, the authority will be delegated to the Attorney.

### **Section 203.        Secretary**

The Secretary of the Committee shall be assigned by the Plan Administrator and may or may not be a committee member.

### **Section 204.        Duties of Secretary**

The Secretary, at the direction of the Committee, shall have the following duties:

- a. Schedule all meetings of the Defined Contribution Committee
- b. Serve meeting notices to the Committee members
- c. Post agendas as required pursuant to Oregon Open Meetings Laws.
- d. Attend all meetings and hearings of the Committee, and keep a record or minutes of all that transpires at such meetings or hearings
- e. Attend all meetings of standing subcommittees, and keep a record or minutes of all that transpires at such meetings
- f. Keep and have custody of all books, records and papers of the Committee.
- g. Perform all duties as required by the Committee

## **ARTICLE III** **MEETINGS**

### **Section 300.       Regular Meetings**

Meetings of the Committee shall be held quarterly. The meeting notice shall be posted before each regular meeting in a location that is freely accessible to members of the public.

### **Section 301.       Special Meetings**

Special meetings of the Committee may be called at any time by the Chair, or by a majority of Committee members, whenever in their opinion the business of the Committee requires it. The notice of a special meeting shall specify the time, place, and the business to be conducted or transacted at the meeting.

### **Section 302.       Quorum**

A quorum to conduct Committee or Plan business shall consist of three (3) members of the Committee, one of whom must be the Plan Administrator or Attorney.

### **Section 303.       Procedure**

Except as otherwise provided by the Committee, the procedure to be followed by the Committee at its meetings shall be that set forth in "Robert's Rules of Order." The Committee may act by resolution or motion, but a vote of a majority of members in attendance shall be necessary for all Committee decisions.

### **Section 304.       Ayes and Noes**

All voting by Committee members shall be by "ayes" and "noes," and shall be entered by the Secretary in the meeting minutes. Upon request of any member of the Committee, a roll call vote shall be taken on any matter upon which a vote is called, and shall be recorded by the Secretary in the meeting minutes.

### **Section 305.       Order of Business**

At Committee meetings, the regular order of business shall be conducted in accordance with the agenda prepared for the meeting. The Committee may modify or rearrange the order of the items or matters listed on each meeting's agenda at any meeting. The Committee may, from time to time, adopt by minute order a new or revised agenda and order of business with such agenda topics or headings listed in such as may be convenient or desirable for the conduct of Committee business.

### **Section 306.       Matters for Agenda**

Notification of matters to be presented to the Committee shall be given or delivered to the Secretary at least seven (7) business days in advance of the Committee meeting.

Agendas shall be posted at least twenty-four (24) hours before each regularly scheduled meeting in a location that is freely accessible to members of the public.

**Section 307.           Matters not on the Agenda**

If a person or group of persons wishes to present to the Committee at a Committee meeting a written or oral petition or communication which has not been placed on the Committee agenda pursuant to Section 306 above, such will be permitted at the time the Committee takes up "Public Comment," as shown on the agenda. Any person or group of persons desiring to speak to the Committee respecting the subject matter of such petition or communication will be permitted to do so personally or through authorized representatives. No person shall be permitted to speak unless he or she is recognized by the Chair and given permission by the Chair to speak. Persons requesting to speak will be required to state their name and the nature of their comments for the official records of the Committee.

Time limits for speaking on non-agenda matters shall be three (3) minutes for an individual and ten (10) minutes for a group. However, the Chair, in his or her discretion, may extend such time as he or she may find reasonable under the circumstances or may further limit the time if the time anticipated to complete to agenda is unusually long.

**ARTICLE IV**  
**SUBCOMMITTEES**

**Section 400.           Subcommittees**

The Committee shall have the power to create one or more subcommittees which shall serve at the pleasure of the Committee. The members of the subcommittees shall be appointed by the Chair with the approval of the Committee.

**Section 401.           Subcommittees**

The Committee shall appoint standing or ad-hoc subcommittees at its discretion, for the purpose of furthering the objectives of the Committee. Subcommittees will be advisory to the Committee and will not be empowered to make decisions on behalf of the Committee or the Plan. Subcommittee meetings are not subject to Oregon Open Meetings Laws.

Each subcommittee shall have a Chair, which will be a member of the Committee. The chair shall preside over subcommittee meetings and provide subcommittee recommendations and information to the Committee.

**Section 402.           Attendance**

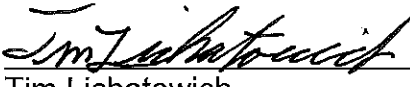
Each member of a subcommittee shall attend meetings of the subcommittee as scheduled. If a member of a subcommittee fails to attend two (2) consecutive meetings, the member may be replaced by appointment of a replacement member by the Chair of the Committee with the approval of the Committee, or, in the case of absence from two (2) consecutive meetings of an ad hoc subcommittee, the replacement member may be appointed by the Chair.

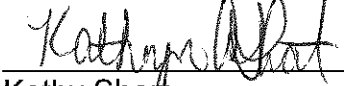
IN WITNESS WHEREOF, the Multnomah County Deferred Compensation Committee has adopted these Bylaws and caused this instrument to be executed by its officers duly authorized, the 17<sup>th</sup> day of September 2015

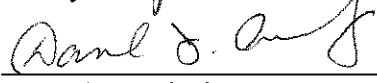
MULTNOMAH COUNTY

  
Chris Yager (Plan Administrator)

  
Tom Guiney

  
Tim Lichatowich

  
Kathy Short

  
Daniel Arenholz

Adopted September 17, 2015

