



PORTLAND UTILITY OVERSIGHT BLUE RIBBON COMMISSION

CHARTER

I. PURPOSE AND ROLES

The Portland City Council (City), acting through the Office of the Mayor and the Office of Commissioner Nick Fish (Commissioner), has convened the Utility Oversight Blue Ribbon Commission (Commission) to analyze potential reforms of the oversight and accountability of the Portland Water Bureau and Bureau of Environmental Services, focusing on streamlining communications and transparency in the rate-making process. The Commission, assisted by a neutral facilitator, will study available information, develop written recommendations, and submit its written recommendations to City Council.

A. Commission Duties and Responsibilities

Members of Commission agree to fulfill their responsibilities through attending and participating in Commission meetings, studying the available information, and participating in the development of recommendations. Members agree to participate in good faith and to act in the best interests of the Commission and its charge. To this end, members agree to place the interests of the City above any particular political or organizational affiliations or other interests in order to bring the utility oversight review process to a successful conclusion. Members accept the responsibility to collaborate in developing recommendations that are fair and constructive for the City.

Members are expected to consider a range of issues and options to address them, discuss the pros and cons of the issues/options presented and deliver a set of recommendations reflecting the “sense of the group”. For all recommendations, the Commission should include the rationale behind them.

Commission members acknowledge that their role is to provide advice and frame policy choices and that final decisions on Commission recommendations rest with the City Council.

Specific Commission member responsibilities include:

- Review background materials and analysis to understand the issues to be addressed in the review process;

- Work collaboratively with one another to explore issues and develop recommendations to City Council;
- Attend Commission meetings, including presentation of Commission recommendations to City Council if possible;
- Attend public meetings to hear directly from the public; and
- Consider and integrate general public input into Commission recommendations as appropriate; and

B. Membership and Term

Commission members are appointed by the Commissioner; membership is intended to represent a diversity of expertise, skill sets and viewpoints. Commission members represent a variety of technical and management disciplines including public and private utilities, engineering, communications, environmental science, and organizational development.

Members may not have alternates.

The Commission will convene beginning in July 2014 and will present recommendations to the Portland City Council in a work session to be held in November 2014. Unless so requested by the City and agreed to by the Commission, the Commission's responsibilities will conclude at that time.

C. City Role

The City will provide technical support, substantive expertise, logistical assistance, administrative assistance, and advice to the Commission, but will not be represented on it. Although the City will not be a Commission member, it may present information and comment or make suggestions on agenda items or relevant decision points.

D. Chair and Vice-Chair Role

The Commissioner will appoint a Chair and Vice-Chair, who will be active and voting members of the Commission. The Vice-Chair will act in the absence of the Chair.

The Chair will encourage full and safe participation by representatives in all aspects of the process, assist in the process of building consensus, and ensure all participants abide by the expectations for the decision-making process and behavior defined herein. The Chair will also serve as liaison between the Commission and the City. In consultation with the facilitator, the Chair will develop meeting agendas, establish subcommittees if needed, and ensure an efficient decision-making process.

E. Facilitator Role

The City has contracted with Jim Owens, Principal at Cogan Owens Cogan, LLC (COC), as an independent, neutral third party whose role is to facilitate the Commission meetings, help develop Commission recommendations, and produce a final report. As a neutral collaborative process provider, COC will not act as an advocate on any issue, any interest group, or any member of the Commission. While COC may make recommendations regarding the Commission process, COC will not make any substantive decisions.

The facilitator will both facilitate Commission meetings and provide coordination between meetings. The facilitator will serve as liaison among Commission members and between the Commission and the City; in that role, the facilitator will be responsible for communications with and within the Commission. Information disclosed in confidence will be kept confidential by the facilitator. To the extent issues arise with the process, group members are encouraged to approach the facilitator and/or Chair.

In addition, it is the responsibility of the facilitator to:

- Ensure a welcoming meeting environment where all Commission members will participate.
- Ensure a safe environment for minority opinions.
- Conduct meetings in a manner to foster collaborative decision-making and consensus building.
- Prepare meeting summaries that outline the issues discussed, the areas in which there is consensus, and any remaining issues on which consensus was not reached.

Members will not interfere with the facilitator's conduct of meetings. Concerns regarding how meetings are being facilitated may be brought to the attention of the Chair and the facilitator in manners and at times that they do not disrupt meeting activities, e.g. during breaks in meetings or between meetings.

II. OPERATING PROCEDURES

A. Protocols

All participants agree to act in good faith in all aspects of these discussions. This includes being honest and refraining from undertaking any actions that will undermine or threaten this process. It also includes behavior outside of meetings. Expectations include:

- Members should try to attend all meetings. If members cannot attend a meeting, they are requested to advise the facilitator. After missing a meeting, the member should contact the facilitator for a briefing. Members who do not attend a meeting may not seek to revisit issues from the missed meeting that were noticed on the agenda and on which discussion was completed at the missed meeting.

- Members agree to be respectful at all times of other representatives, staff, the facilitator, and audience members. They will listen to each other to seek to understand the other's perspective, even if they disagree.
- Members agree to make every effort to bring all aspects of their concerns about these issues into this process to be addressed.
- Members agree to refrain from personal attacks, intentionally undermining the process, and publicly criticizing or mis-stating the positions taken by any other participants during the process.
- Any written communications, including e-mails, blogs and other social networking media, will be mindful of these procedural ground rules and will maintain a respectful tone even if highlighting different perspectives.
- Members are advised that e-mail, blogs and other social networking media may be considered public documents. E-mails and social networking messages meant for the entire group will be distributed via the facilitator.
- Requests for information made outside of meetings will be directed to the facilitator. Responses to such requests will be limited to items that can be provided within a reasonable amount of time.

B. Communications

Members agree that transparency is essential to the Commission's deliberations. In that regard:

- Members are requested to include both the Chair and facilitator in written communications from/to interest groups (other than a group specifically represented by a member) commenting on the Commission's deliberations; these communications will be included in the public record as detailed in Section II.D below and copied to the full Commission as appropriate;
- Oral communications, including telephone calls and meetings, from/with interest groups commenting on the Commission's deliberation should be summarized by the member and provided to the Chair and facilitator for inclusion in the public record and transmittal to the full Commission.
- While not precluded from communicating with the media, Commission members agree to:
 - (1) Generally defer to the Chair and Commissioner's staff for all media communications related to the Commission process and its recommendations;
 - (2) Not to negotiate through the media, or to use the media to undermine the work of the Commission.
 - (3) Raise all of their concerns, especially those being raised for the first time, at a Commission meeting and not in or through the media.

C. Operating Procedures

A consensus decision-making model will be used to facilitate the Commission's decision-making and to ensure that the Commission receives the collective benefit of the individual views, experience, background, training and expertise of its members. Consensus is a participatory

process whereby, on matters of substance, the representatives strive for agreements that they can accept, support, live with, or agree not to oppose. Consensus means that no representatives voiced objection to the position and they agree not to oppose the position.

Expectations for the decision-making process include:

- Members agree that consensus has a high value and that the group should strive to achieve it. As such, decisions on Commission recommendations will be made by consensus of all present members.
- The commitment to work for consensus means that members will participate in the give and take of the process in a way that seeks to understand the interests of all and will work together to find solutions workable for all.
- When consensus cannot be reached, the facilitator may initiate or entertain a motion to vote on the issue. Members may make motions and seconds. All motions must be seconded to be acted upon.
- If no consensus is reached on an issue for proposed Commission recommendation, minority positions will be documented after a vote takes place. Those with minority opinions are responsible for proposing alternative solutions or approaches to resolve differences.
- Meetings will be conducted in a manner deemed appropriate by the facilitator to foster collaborative decision-making and consensus building. Robert’s Rules of Order will be applied when deemed appropriate by the facilitator.
- Members will honor decisions made and avoid re-opening issues once resolved.

At the end of the process, the facilitator will draft a report that outlines the issues discussed, details the recommendations for which there is consensus, and any remaining issues on which consensus was not reached. Included in that report will be summary notes from each Commission meeting.

D. Public Status of Commission Meetings and Records

Commission meetings are open to the public and will be conducted under the provisions of Oregon Public Meetings Law (ORS 192.610-690). However, as work sessions, time for public testimony will not be allocated on meeting agendas. Rather, the public will be invited to present information and submit comments at two public listening sessions to be conducted by the Commission. The City will provide notice to the public regarding the dates, times and locations of both Commission meetings and public listening sessions.

Commission records, including formal documents, discussion drafts, meeting summaries and exhibits, are public records. Communications of the committee are not confidential because the meetings and records of the committee are open to the public. “Communications” refers to all statements and votes made during Commission meetings, memoranda, work projects, records, documents or materials developed to fulfill the charge, including electronic mail correspondence.

The personal, private notes of individual Commission members might be considered to be public to the extent they “relate to the conduct of the public’s business,” (ORS 192.410(4)).