

Upper Harbor Terminal Collaborative Planning Committee Bylaws

1. The Chair, Vice Chair, and any other officers will be selected by the committee.
2. The UHT CPC will meet the 2nd and 4th week of the month from 5:00 - 7:00 PM with locations to be set by the Chair and Vice Chair, in consultation with committee staff, and the facilitator.
3. Quorum will be 1/2 of membership.
4. Committee members are expected to attend all regularly scheduled meetings. More than (2) absences in a row from regular meetings during a calendar year will result in termination. Extenuating circumstances will be reviewed by the Chair and Vice Chair. Decisions that were made at previous meetings will not be revisited.
5. UHT CPC will be staffed by the Community Planning and Economic Development Department. Minutes detailing agenda items discussed and specific actions taken will be taken by staff, approved by the UHT CPC and posted on the City of Minneapolis website.
6. UHT CPC meetings will be open to the public.
7. Agendas will be set by the Chair and Vice Chair, in consultation with committee staff, and facilitator, then posted online at least two (2) business days in advance of regularly scheduled meetings, and approved by the membership at each meeting.
8. Bylaws can be amended by two-thirds vote of members present at any regular meeting of the UHT CPC provided that notice for any by-law changes is given 10 days in advance and quorum is met.
9. Meetings will follow a consensus decision making process. Decisions made by the CPC should be consensus if at all possible or by other methods, including voting. Consensus means that there is no dissent among the membership. If there are issues on which the membership cannot reach consensus, the members will summarize the issues and document the dissenting opinion in the minutes of the meeting.

The **decision-making steps** to be used by the UHT CPC shall be:

- A. The Chair, Vice Chair and committee staff will select one or more persons to facilitate or chair the meeting.
- B. Motions or resolutions can be brought before committees and brought before the full CPC as part of the decision-making process. A second is required to further discussion. It is preferred that motions or resolutions have the benefit of committee discussion before being brought before the full CPC.

- C. The full group (committee or CPC) will adjust, compromise, and fine tune fine-tune the motion or resolution so all group members are satisfied with the result.
- D. A vote or an affirmative response to the question “Does everyone agree?” shall occur to confirm consensus.
- E. If consensus is not reached, review and/or repeat the process in C and D.
- F. After the process is repeated twice and there is still not consensus, then those who disagree shall be asked if they are willing to let the decision stand if their objections are included in the minutes.
- G. If there is still no consensus, the group can decide to not pursue the motion or resolution, send it back to committee, or pass the motion by the following process:
 - a. If half plus 1 of the committee members vote for the motion or resolution it shall be deemed passed.
 - b. The minutes shall include a recording of the vote and of the dissenting opinions.

10. Meetings will be structured in a manner decided by the facilitator in consultation with committee staff, the Chair, and Vice Chair.

11. In lieu of meetings, a quorum of members can make decision in an online manner, at the discretion of the Chair and Vice Chair. The call for decision making must be sent to all members and clearly state the closure date and time for making a decision. Items approved in an online manner must have been an agenda item in the formal meeting held prior to making a decision. The decision must be unanimous and committee members participating must constitute at least a quorum present. If the decision is not unanimous then it will be brought back to the committee.

12. Committee members will engage in ethical and respectful behavior at UHT CPC meetings.

13. Committee members will refrain from using knowledge gained through participation in the UHT CPC for unfair advantage.

14. Committee members will fully disclose any actual and potential conflicts of interest in a timely manner.