

DRAFT BYLAWS
of the
INTERIM CLIMATE ACTION COMMISSION
of the City of Somerville, Massachusetts

ARTICLE I. PURPOSE & FUNCTION

Section I. Purpose

These Bylaws create a framework for the operation of the Interim Somerville Climate Action Commission (the "ICAC"). These Bylaws define the Committee's meeting procedures, member roles and responsibilities, subcommittee work, and Officer election procedures and duties.

Section II. Function

As ordained by the City of Somerville (DETAILS TK), the ICAC's function shall be to:

- (1) Address both the climate and environmental crises through community and local government operations toward the ultimate goals of creating a healthier, safer, thriving, equitable, resilient community, advancing environmental justice, adapting to climate change, and reversing the climate and environmental crises.
- (2) Advise the mayor and municipal staff.
- (3) Mobilize Somerville residents and stakeholders by educating the public, sharing information, and conducting outreach and engagement. advocates for the residents of Somerville and City Staff in order to improve the safety, effectiveness, sustainability, and equitability of the pedestrian and public transit experience.

ARTICLE II. MEMBER ROLES AND RESPONSIBILITIES

Section I. Membership

As ordained by the City of Somerville (DETAILS TK):

- (a) The ICAC shall be composed of no less than five and up to 13 voting members who shall be appointed by the Mayor and confirmed by the City Council.
- (b) Unless otherwise stated in the ordinance, members shall serve a term of three years; however, of the members first appointed to the commission, three shall be appointed to a term of one year, five shall be appointed a term of two years, and five shall be appointed to a term of three years. Subsequent members of the commission shall be appointed to a term of three years by the Mayor and approved by the city council.
- (c) Two members shall be designated youth representatives and shall be appointed for a term of one year each. One representative shall be between the ages of 15 and 17 and the other between the ages of 18 and 25 at the time of appointment.
- (d) If a vacancy occurs prior to the expiration of a member's term, a new member shall be appointed by the Mayor, subject to confirmation by the City Council to fill the remainder of the vacated term. If any member is absent from three or more successive

meetings, the commission may request the mayor remove such absenting member from membership.

(e) In appointing members of the commission, the Mayor shall consider diverse representation of its membership including by socioeconomic segments, religious creeds, national origins, gender identities, sexual orientations, and racial and ethnic segments of the city, and neighborhood.

(f) A quorum of the commission shall be a simple majority of the members serving on the commission

The ICAC shall further:

(a) seek to include among its membership, individuals with a working knowledge and experience in the following areas: public outreach and engagement, equity, buildings, energy, natural resources, waste, transportation / mobility, community health, resiliency, municipal and school operations, social resilience, state policy, public finance, cleantech, Somerville community-based organizations, and workforce.

(b) The ICAC shall prioritize having at least two members who reside or own a business in each zip code in Somerville. The ICAC desires to have at least one member who resides or owns a business in each ward.

(c) The ICAC shall prioritize having at least one member who is age 65 or older at the time of appointment.

The ICAC, in collaboration with City staff, shall periodically solicit applications for membership through an open call and submit their recommendations for appointment to the Mayor.

Section II. Member Participation Standards

Members' involvement in the ICAC shall include the following, at minimum:

1. Attendance of at least six regular ICAC or subcommittee meetings per year.
2. Regular participation as Acting Clerk to record ICAC meeting minutes, as assigned by the Clerk. Officers and members have the option of being excused from this duty.
3. Be available for ad hoc consultation with OSE staff at such times that they seek specific input.
4. Participation in at least one community engagement event per year, should such events occur.

Section III. Ex Officio Members

Two Ex Officio members shall serve on the ICAC, including one representative from the Somerville Office of Sustainability and Environment (OSE) and at least one representative from the Somerville Public Schools. Ex Officio members shall make themselves available as needed throughout the year to respond to requests and inquiries by ICAC members. They are encouraged to attend ICAC meetings to coordinate with ICAC members on relevant issues.

Section IV. OSPCD Staff Support

The OSE Ex Officio member(s) shall facilitate ICAC activities by maintaining connections between City staff and ICAC members. The OSE Ex Officio member's responsibilities shall include, but are not limited to:

1. Organizing logistics for meeting spaces and other meeting needs.

2. Posting meeting information publicly to meet Massachusetts Open Meeting Law requirements.
3. Updating Committee members on City activities related to Somerville Climate Forward and/or participation in grant programs or other State programs.
4. Organizing meetings with other City staff as requested or needed.

ARTICLE III. OFFICER ELECTIONS AND RESPONSIBILITIES

Section I. Officers

Members shall annually elect four officers by majority of the quorum: Chair, Vice Chair, Clerk, and Outreach and Engagement Lead. Elections shall take place at the first meeting of the ICAC each calendar year.

Section II. Officers' Roles and Responsibilities

1. Chair
 - a. The Chair shall be the primary representative of the ICAC and is responsible for facilitating meetings, organizing a ICAC work program including subcommittee structure, managing external relationships with the public and City staff, and overseeing ICAC communication, including the writing and signing of official ICAC correspondence.
 - b. The Chair, in collaboration with the other Officers and OSE Ex Officio member, shall prepare the agenda for each regular ICAC meeting, and share it with the ICAC at least one week prior to the meeting. The OSE Ex Officio member(s) shall publicly post each agenda to the City's website at least two days prior to the meeting. The agenda shall include any relevant background information and whether a vote is expected.
 - c. The Chair shall review and edit draft meeting minutes and other ICAC documents.
2. Vice Chair
 - a. The Vice Chair shall coordinate with and assist the Chair in fulfilling their duties, and shall be prepared to take over the Chair's duties in the event that the Chair is not present.
 - b. The Vice Chair shall make considerable contributions to the ICAC, taking on substantial roles and responsibilities as agreed upon with the other Officers.
 - c. The Vice Chair shall assist in reviewing and editing draft meeting minutes and other ICAC documents.
 - d. The Vice Chair, in collaboration with the other Officers and members, shall create an Annual Summary of off ICAC activities and accomplishments, subject to ICAC review and available to the public.
3. Clerk
 - a. The Clerk shall be ultimately responsible for managing meeting minutes and attendance records. The taking of meeting minutes may be designated to a rotating Acting Clerk.
 - b. The Clerk shall organize an Acting Clerk schedule, whereby select members of the ICAC will take turns recording meeting minutes, including maintaining a

record of members, Ex Officio members, and guests in attendance, and reviewing/editing draft minutes. The Clerk shall ensure that Acting Clerk's fulfill their duties and assist in reviewing and editing draft minutes.

- c. The Clerk shall be prepared to run meetings in the event that the Chair and Vice Chair are not present.
4. Outreach and Engagement Lead
 - a. The Outreach and Engagement Lead shall chair the Outreach and Engagement Subcommittee and be responsible for managing the ICAC's outreach and engagement activities in collaboration with the OSE Ex Officio member.
 - b. The Outreach and Engagement Lead shall be prepared to run meetings in the event that the Chair, Vice Chair, and Clerk are not present.

ARTICLE IV. SUBCOMMITTEES

Section II. Subcommittees

Each ICAC member has the option to participate in the activities of one or more subcommittees, which shall take on tasks and projects outside of regular monthly meetings. Each subcommittee shall be organized by a Lead, who shall have the option of attending Officer meetings and may change at any point depending on the needs and interests of subcommittee members. Subcommittees may not reach ICAC quorum during their meetings. Subcommittees shall regularly report back to the ICAC on their work, including at monthly ICAC meetings.

The ICAC shall organize itself into the following standing subcommittees:

1. Outreach and Engagement
 - a. Ensure that diverse perspectives and voices are sought out and that activities are oriented toward underserved communities.
 - b. Support OSE Staff with community engagement events and outreach materials throughout the year.
 - c. For discussion
2. For discussion
3. For discussion

While the specific work of each subcommittee shall be flexible to the leadership and collaboration of its ICAC members, each subcommittee shall be responsible for keeping the ICAC apprised of its work by:

1. Notifying the ICAC of its upcoming meetings as far in advance as possible, and providing an agenda and information on how to join the meeting.
2. Summarizing subcommittee proceedings for the full ICAC at regular meetings.
3. Strategizing with the Officers about the ICAC's direction and goals.

The ICAC may form additional ad hoc subcommittees, provided there is a ICAC member willing to serve as the new Subcommittee Lead. The creation of a new subcommittee shall be subject to a vote by a simple majority of the members present at a regular ICAC meeting.

ARTICLE V. CLIMATE ACTION COMMISSION PROCEDURES

Section I. Meeting Times

Meeting times and locations can be changed subject to ICAC member approval by simple majority. Monthly meetings cannot take place without a quorum, defined as a simple majority of ICAC members, present in-person and online.

Section II. Voting

Voting may only occur at regular meetings when there is a quorum, defined as a simple majority of ICAC members present in-person and online. Voting may not occur at a subcommittee meeting.

Section III. Annual Summary

The ICAC shall render to the Mayor, City Council, and Director of OSE an Annual Summary of its activities and accomplishments including but not limited to community events, project recommendations, and subcommittee activities.

Section IV. Communications with the Community

The ICAC may create public communications that represent the ICAC's interests or opinions (e.g., letters). Such communications shall be approved by a simple majority vote of the members present at a regular ICAC meeting, and signed by the Chair. ICAC members are free to communicate their personal views to the public, the press, or to the government. In doing so, however, they must make it clear that they are not speaking for the ICAC.

Section V. Compensation

The members of the ICAC shall serve without compensation, but may be allowed expenses with the approval of the Mayor and subject to appropriation by the City Council.

Section VI. Commission Opinions

The ICAC may express its opinion on any matter related to climate and environment issues in Somerville through a simple majority vote of the members present at a regular ICAC meeting. These opinions may address matters at any level of specificity, from general policy questions to specific decisions related to individual locations or projects, and may be expressed in any form. Opinions can be addressed to, and include recommendations for, the Mayor, City Council, City departments, State agencies, or other entities as the ICAC considers to be appropriate.

ARTICLE VI. AMENDMENTS

These By-laws may be amended by a two-thirds (2/3) vote of a quorum of the members, except with respect to any provision thereof which by law, the ordinance (DETAILS TK) or these bylaws requires action by all of the members. Notice stating the substance of any change to these bylaws shall be given to all members no later than the notice given for next meeting of the ICAC following any such amendment. Any bylaw altered, amended or repealed may be further altered or amended or reinstated by the members in the above manner.