

District of Columbia Commission on Climate Change and Resiliency

**BY-LAWS AND OPERATING PROCEDURES**

*Approved by the Commission on September 10, 2020.*

The following By-Laws and Operating Procedures, herein referred to as “By-Laws,” will govern the operations of the District of Columbia Commission on Climate Change and Resiliency.

**1. NAME, PURPOSE AND AUTHORITY**

1.1. **Name.** The name of this commission shall be the “District of Columbia Commission on Climate Change and Resiliency,” herein referred to as “Commission.”

1.2. **Purpose.** The Commission is an independent body in the District of Columbia (“District”) which assesses the impacts of the changing climate and potential impacts of adverse weather events, the District’s ability to mitigate and adapt to climate change, and the status of the District’s ability to prepare, plan for, absorb, recover from, and adapt to adverse events, to require the commission to transmit reports and recommendations to the Council and the Mayor, and to establish the Climate Change and Resiliency Fund.

1.3. **Powers.** The powers of the Commission are established pursuant to the Commission on Climate Change and Resiliency Establishment Act of 2016 (D.C. Law 21 – 185) herein referred to as “Commission Legislation”. The Commission may exercise all such authority and powers and do all such lawful acts and things as are necessary to carry out purposes the Commission, or as otherwise authorized or permitted by the DC Code and the Commission Legislation.

1.4. **Delegation of Powers.** The Commission may, by resolution, delegate to the Officers of the Commission such powers of the Commission as they believe are necessary, advisable, or desirable to permit the timely performance of the functions of the Commission and to carry out the plans, policies, procedures, and decisions of the Commission, except that such delegation shall not include any duties or responsibilities required by D.C. Law 21 – 185 to be performed by the Commission or otherwise in conflict with law.

## 2. MEMBERSHIP

2.1. **Members.** The Commission shall consist of voting members (“Members”) and serve as provided in the Commission Legislation.

2.2. **Composition.** The Commission shall have sixteen (16) Members, who shall be appointed as follows. The Mayor shall appoint eight (8) Members, including a Chair. The Chair of the Council shall appoint eight (8) Members. The Members shall have demonstrable expertise in at least one of the following areas: emergency preparedness; energy; environmental justice; environmental science; insurance; natural resources; public health; and transportation.

2.3. **Terms.** Each Member appointed by the Mayor, including the Chair, shall be appointed for a term of three (3) years, with initial staggered appointments of four (4) Members appointed for three (3) years and four (4) Members appointed for two (2) years. Each Member appointed by the Chair of the Council shall be appointed for a term of three (3) years, with initial staggered appointments of four (4) Members appointed for three (3) years and four (4) Members appointed for two (2) years. A person appointed to fill a vacancy on the Commission shall be appointed only for the unexpired term of the Member whose vacancy is being filled.

### 2.4. **Officers.**

2.4.1. **Chair.** One of the Members of the Commission shall be appointed by the Mayor to serve as Chair. The Chair shall perform the duties imposed by the Commission Legislation, these By-Laws, and by resolution of the Commission, and shall preside at all meetings of the Commission which the Chair attends. At each meeting, the Chair shall submit such recommendations and information as the Chair may consider appropriate concerning the business, affairs, and policies of the Commission. In the absence, resignation, or incapacity of the Chair, the Vice Chair shall perform all duties and responsibilities of the Chair until the Mayor appoints a new Chair.

2.4.2. **Vice Chair.** The Vice Chair shall be nominated by the Chair from among the members and approved by the Commission to perform the duties imposed by these By-Laws, and by resolution of the Commission. The Vice Chair shall be nominated

and approved in advance of the District of Columbia's fiscal year, or October 1 of a given year. The Vice Chair may serve repeated terms. In the absence or incapacity of the Chair, the Vice Chair shall perform all the duties and responsibilities of the Chair. In the absence or incapacity of the Vice Chair, the Commission shall elect from its members an acting Vice Chair during the time of such absence or incapacity.

2.4.3. **Secretary.** The Commission shall designate a Secretary from among the members. The Secretary shall be designated in advance of the District of Columbia's fiscal year, or October 1 of a given year. The Secretary may serve repeated terms. The Secretary shall keep a record of the proceedings of the Commission. The Secretary shall maintain and be custodian of: all books, documents, and papers filed with the Commission; the minutes book or journal of the Commission; and the Commission's official seal. In the absence or incapacity of the Secretary, the Commission shall elect from their number an acting Secretary who shall perform the duties of the Secretary during the time of such absence or incapacity or until such time as the Commission shall elect a new Secretary.

2.4.4. **Treasurer.** The Commission shall designate a Treasurer from among the members. The Treasurer shall be designated in advance of the District of Columbia's fiscal year, or October 1 of a given year. The Treasurer may serve repeated terms. The Treasurer shall make a report at each Commission meeting. Treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to Commission members and the public. The Treasurer shall serve as the designated liaison between the Commission and the District of Columbia Office of the Chief Financial Officer.

2.5. **Designated Staff Executive.** The Designated Staff Executive ("DSE") will be a full-time officer or employee of the District of Columbia Government and appointed by the Mayor. The DSE will prepare all meeting agendas, attend all Commission meetings and prepare all meeting minutes. Should the Chair designate any subcommittees, the DSE will similarly prepare all subcommittee meeting agendas, attend all subcommittee meetings. A designated alternate may represent the DSE in any meeting.

- 2.6. **Resignation.** A Member may resign by written notice to the Chair and the Secretary, except that, in the case of the resignation of the Chair, such notice shall be given also to the Mayor. Resignation shall be effective upon receipt by the Commission or at a subsequent time as set forth in the notice.
- 2.7. **Dismissal.** The Commission may decide by vote to recommend to the Mayor that an appointment of a voting member be reconsidered or dismissed for cause, including inefficiency, neglect of duty or misconduct in office, or for other reasons as recommended by the Commission. Recommendation for removal shall occur after notice to the Member by giving the Member a copy of the charges against the member and providing an opportunity to respond to the Commission and the Mayor in their own defense.
- 2.8. **Reappointment.** Any Member of the Commission is eligible for reappointment. A Member whose term has expired may continue to serve for one year after the voting member's term expires, or until their replacement is appointed, whichever occurs first.
- 2.9. **Ex Officio Membership.** No Member shall serve in an Ex Officio status.
- 2.10. **Compensation and Liability.** Members are not entitled to compensation. A Commission member will not be held personally liable for an action taken in good faith during the course of their official duties.

### 3. MEETINGS

- 3.1. **Regular Meetings.** The Commission shall meet at least four (4) times each year. The Commission schedule shall be determined by the Commission on an annual basis.
- 3.2. **Special Meetings.** The Chair may, when the Chair deems it expedient, call a special meeting of the Commission for the purpose of transacting any business as designated in the notice of such meeting. The Chair of any Committee may, when the Committee Chair deems it expedient, call a special meeting of such Committee for the purpose of transacting business as designated in the notice of such meeting.
- 3.3. **Open Meetings Act.** All Regular and Special Meetings of the Commission shall comply with all provisions of the Open Meetings Act (D.C. Law 18- 350; D.C. Official Code §2-571 et seq.). As such, the Commission shall make all meetings open to the public with a minimum of 48 hours' notice to the D.C. Register and on the Commission

website. The Commission may meet in a closed executive session to review, consider, or discuss with staff, consultants, or agents, confidential, proprietary, competitively sensitive, or other private information, and for any other purpose described in Section 405 of the Open Meetings Act.

- 3.4. **Meeting Organization.** At each Regular Meeting the Chair, or in the absence of the Chair, the Vice Chair or a Member chosen by a vote of the Commission shall act as Presiding Officer. The Secretary, or any Member chosen by the Presiding Officer, shall prepare or direct the preparation of a record of the business transacted at such meeting. Such record when adopted by a vote of the Commission members in attendance at the next meeting and signed by the Chair shall be the official minutes of the meeting.
- 3.5. **Meeting Minutes.** The minutes will include: (1) the time, date, and place of the Commission meeting; (2) a list of the persons who were present at the meeting; (3) an accurate description of each matter discussed and the resolution, if any, made by the Commission regarding such matter; and (4) each report or other document received, issues, or approved by the Commission at the meeting.
- 3.6. **Public Comment.** Members of the public may attend any meeting that is not closed to the public and may, at the determination of the Chair, offer oral comment at such meeting not to exceed three (3) minutes. The Chair may decide in advance to exclude oral public comment during a meeting, in which case the meeting announcement published in the D.C. Register will note that oral comment from the public is excluded and will invite written comment as an alternative. Members of the public may submit written statements to the Commission at any time.
- 3.7. **Parliamentarian Authority.** Robert's Rules of Order, current revised edition, shall govern the proceedings of the Commission when not in conflict with these By-Laws.
- 3.8. **Electronic Voting.** When the Commission has a matter that requires a vote, and the regularly scheduled Commission in-person meeting is not soon enough to enable timely and effective action, then the Commission may vote on the matter via email. The matter should be brought to the Chair by another Commission member. The Chair may ask the proposer to provide a brief paragraph or two to include as background for the Commission. The Chair will put the motion out to the Commission to ask for a second (unless the proposer has already secured a second). Upon getting a second, the Chair

will call for a vote. When the Chair calls for a vote, the phrase "EMAIL VOTE" will appear in the subject line. The message will provide for a start time and an end time for the vote. Votes will be with all other Commission members. Five days is the minimum time period for any vote; however, if the measure is approved unanimously, the Chair may declare voting complete prior to the stated deadline. A supermajority of two-thirds of all sitting members is required to approve any such measure. Any member may change his/her vote before the close of voting; the Chair will count only the most recent vote received from each Commission member. At the close of voting, the Chair will send the results to the Commission. The motion and its results will be recorded as addenda to the minutes of the Commission's next meeting.

3.9. **Records.** Members shall have access to all records of the Commission.

3.10. **Attendance.** A Member may participate in a meeting of the Commission by means of teleconference, videoconference, or similar communications equipment enabling all Members and Committee members participating in the meeting to hear one another, and participation in a meeting pursuant to this Section shall constitute attendance at such a meeting. Members who miss two (2) consecutive meetings shall be asked to become more active on the Commission. In the event of further absence, the Commission may decide by vote to recommend to the Mayor that the appointment be reconsidered.

3.11. **Quorum and Enactment.** A majority of Members shall constitute a quorum of the Commission for the transaction of business. A majority of Members present shall be necessary for the Commission to take any official action.

3.12. **Dissenting Commission Members.** Members may submit their written dissent or separate opinion to any Commission decision to the Secretary, who shall include any such dissent or separate opinion in the official records of the Commission. This shall include the decision to transmit any final Commission report to the Mayor or Council.

#### 4. COMMITTEES

4.1. **Committees.** The Commission may delegate any and all things necessary or convenient to carry out the purposes of the Commission to a Committee consisting of three (3) or more voting members. Committee quorum shall consist of a majority of Members

present, and action shall be authorized with a majority of that quorum. The Commission may also convene any subcommittees and working groups it considers appropriate without any limitation as to the membership of such groups.

- 4.2. **Appointments.** Committee Chairs shall be appointed by a majority vote of Members present.
- 4.3. **Alternate Members.** If necessary to achieve a quorum at any meeting of a Committee, the Commission Chair may sit, participate, and vote as an alternate member of such Committee at such meeting.
- 4.4. **Recordkeeping.** At each meeting of a Committee, the Committee Chair, or in the absence of the Committee Chair any other Committee member designated by the majority of the Committee members then present, shall act as Presiding Officer. The DSE or any Committee member chosen by the Presiding Officer, shall prepare or direct the preparation of a record of the business transacted at such meeting. Such record, when adopted by a majority of the Committee members in attendance at the next meeting and signed by the Committee Chair, shall be the official minutes of the Committee meeting.
- 4.5. **Report of Committee Actions.** Each Committee shall report to the Commission on such Committee's actions and activities at the regular Commission meeting next following each Committee meeting.

## **5. FISCAL YEAR, REPORTING, AND RECORDS**

- 5.1. **Fiscal Year.** The Commission's fiscal year shall coincide with the fiscal year of the District of Columbia Government.
- 5.2. **Annual Report.** The Commission shall produce an Annual Report to be transmitted to the Mayor and the Council which summarizes the annual activities of the Commission. Transmission of the Annual Report shall coincide with the annual performance oversight of the District of Columbia Department of Energy and Environment.
- 5.3. **Annual Financial Report of the Climate Change and Resiliency Fund.** The Commission shall produce an annual financial statement for the Climate Change and Resiliency Fund. This report shall be coordinated with the Office of the Chief Financial Officer. Transmission of the Annual Report shall coincide with the annual performance oversight of the District of Columbia Department of Energy and Environment.

- 5.4. **Legislated Report.** Following the inaugural Interim Report produced by the Commission in 2019, every three (3) years thereafter, the Commission shall submit a report to the Mayor and Council that provides: (1) a comprehensive inventory of at-risk infrastructure; provided, that the Commission may redact portions of the inventory in the interest of national security or public safety; (2) a list of action items needed to reduce vulnerabilities related to climate change, including recommendations for coordination of climate change mitigation and adaptation strategies to increase resiliency across agencies and other entities; (3) recommendations for legislative or regulatory changes needed to implement the action items developed pursuant to the preceding requirement; (4) recommendations for future updates to the Comprehensive Energy Plan, the Climate Adaptation Plan, and the All Hazards Mitigation Plan; and (5) a timeline of future meetings and actions of the Commission.
- 5.5. **Public Records.** The Commission will make available the following documents to the public: List of Members, Meeting Minutes, By-Laws, Annual Reports, and Legislated Reports which have been transmitted to the Mayor and Council.
- 5.6. **Public Website.** All public records shall be available on a public website which is maintained by the Commission. The URL of the Commission's website is:  
[www.dcccr.org](http://www.dcccr.org).

## 6. CONFLICTS OF INTEREST

- 6.1. **Conflicts of Interest.** Confidence in the actions of the Commission requires Members and staff to avoid both actual conflicts of interest and situations that might give the appearance of a conflict of interest. Given the qualifications for membership on the Commission, it is to be expected, however, that some Members will have outside business or professional interests relating to the Commission's statutory mission. It is not intended that such outside business or professional interests be considered a conflict of interest, provided that Members shall not participate in any deliberation, vote, or any other affirmative action with respect to a matter in which such Member has an interest which is in substantial conflict with the proper discharge of the duties and responsibilities of membership on the Commission. The existence and nature of any potential conflict of interest shall be promptly disclosed to the Chair (or, in the case of



the Chair, to the Vice Chair) and otherwise as may be required by the provisions of the Government Ethics Act of 2011; the Code of Conduct as defined in D.C. Official Code § 1 1161.01(7); and the ethics provisions set forth in Chapter 18 of Title 6B of the District of Columbia Municipal Regulations.

## **7. PUBLIC COMMUNICATIONS**

**7.1. General Public.** Members of the general public are encouraged to communicate with the Commission.

7.1.1. **Public Testimony.** Members of the public may attend advertised public Commission meetings and sign-up for the opportunity to directly address the commission by contacting the DSE. Testimony delivered to the commission by individuals and on behalf of organizations is limited to three minutes.

7.1.2. **Electronic Mail.** Send a dedicated email to the Chair using the DSE email listed on the Commission website.

7.1.3. **Mail.** Send a dedicated letter to the Chair using the DSE mailing address listed on the Commission website.

**7.2. Press Inquiries.** All Members shall direct press and media inquiries to the Chair or the DSE. The DSE shall share all press inquiries and responses with the Commission.

## **8. AMENDMENTS**

8.1. **Commission Guidelines.** In addition to these By-Laws, the Commission may adopt any additional guidelines or procedures necessary to govern its meetings and decision-making processes.

8.2. **Amendments.** The power to alter, amend, or repeal the provisions of these By-Laws, or to adopt new By-Laws, not inconsistent with the Commission Legislation or other laws, is vested in the Commission.

## **9. DEFINITIONS**

9.1. **Legislative Definitions.** All terms used herein shall be defined by the Commission Legislation.