

**CHARTER**  
**Energy Trust of Oregon, Inc.**  
**Diversity Advisory Council**  
**July 24, 2019**

***Purpose:***

The purpose of the Diversity Advisory Council (DAC) is to support Energy Trust's diversity, equity and inclusion goals and to make recommendations to the Energy Trust board of directors and staff on assessing and measuring progress in this work. The Council will operate in accordance with this charter. Final resolution of issues and all decision authority remains with the board of directors.

***Council functions:***

1. Provide input and feedback into the development of Energy Trust's strategic plan, budgets and action plans, and annual business plans.
2. Review and provide input on data analyses and data used to inform Energy Trust's diversity, equity and inclusion work to ensure transparency.
3. Review and assess Energy Trust's progress toward its diversity, equity and inclusion operations plan goals.
4. Identify opportunities and successes for Energy Trust's diversity, equity and inclusion work to be advanced.
5. Identify topics, issues and connections for Energy Trust board and leadership consideration to inform their decision-making and work.
6. Support the board and staff in their efforts to achieve and maintain diversity by advising the board on board member selection processes, and recommending and nominating prospective board members and candidates for staff leadership positions.

***Council membership:***

1. The Council will aim for a membership of 11 people who reside in Energy Trust's service territories. At least four members will reside outside of the Portland Metro area, to include at least one in Southern Oregon, one in Eastern Oregon and one in Central Oregon.
2. The Council will maintain a matrix showing characteristics and qualities sought in council members to ensure diverse representation and members who will be able to lend leadership to DAC topics. DAC members will have experience and interest in diversity, equity and inclusion.
3. The DAC will contribute to an established list of organizations and individuals who will be contacted as part of the recruitment process. The recruitment process will be open to any who apply and will be promoted on Energy Trust's website.

4. Prospective DAC members will be required to submit an application to the DAC for membership consideration. The DAC, with assistance of Energy Trust staff, will review submitted membership applications and vote on prospective members to recommend for appointment to the DAC. Those prospective members who are recommended for appointment to the DAC will be presented to the Energy Trust Policy Committee for approval. At least one member of the DAC, along with an Energy Trust staff member who participated in reviewing the prospective member's application, will attend any Policy Committee meeting at which DAC members are recommended for approval to present information on the recommendation and answer questions.
5. Stipends will be available for DAC members in accordance with procedures that are established by the DAC and Energy Trust staff and approved by the Energy Trust board of directors.
6. Expenses will be reimbursed for all members including parking, childcare, mileage, and accommodations, if an overnight stay is required. Meals will be provided for meetings spanning meal hours. Car-pooling and other efforts to reduce costs will be encouraged.
7. Members will serve a three-year term with the option to apply for a second three-year term. Five of the initial members will serve for two-years with the option of a second three-year term to allow for staggering terms.
8. Members are expected to attend all meetings of the DAC. Those who are unable to attend at least five meetings in a calendar year are expected to communicate with Energy Trust staff about whether they wish to continue membership on the DAC. Energy Trust will reach out to members who have missed at least three meetings in a calendar year to discuss whether continued membership on the DAC is appropriate.

***Diversity Advisory Council meetings and procedures:***

1. The DAC will meet at least eight times a year on a set schedule.
2. Meetings will be open to the public.
3. Meetings will primarily be held in Portland, with at least one meeting per calendar year held outside the Portland Metro area, but within Energy Trust service territory. Additional meetings held outside the Portland Metro area must be approved in advance by Energy Trust's Executive Team.
4. Member preferences regarding meeting times, duration and locations will be considered to ensure the greatest level of member and public participation.
5. The DAC will adopt and annually review meeting ground rules and operating principles.
6. DAC members and assigned Energy Trust staff will co-create meeting agendas based on the functional areas identified in this charter. Agendas and background materials shall be made available to DAC members and the public a week in advance of meetings, if possible.
7. All DAC members shall have an opportunity for comment. Audience comments will also be solicited.

8. Staff will prepare meeting notes and provide them to DAC members and the board.

***Relationship between the Diversity Advisory Council and Energy Trust board:***

1. The Energy Trust Board of Directors will designate at least one of its members to regularly attend and participate in DAC meetings and serve as a liaison between the board and the DAC.
2. The DAC may suggest topics for consideration by the board and Energy Trust staff will communicate those suggestions to the board.
3. Energy Trust board and staff will establish a feedback loop to ensure that DAC members receive information on how DAC feedback was considered by the board and staff and any resulting decisions.

***Relationship between the Diversity Advisory Council and Energy Trust staff:***

1. At DAC meetings, the DAC will advise and make recommendations to staff on topics for presentations, including but not limited to presentations regarding program design and delivery, significant public outreach and communications efforts.
2. Energy Trust staff will be a general resource to DAC members, providing information, answers, and other resources as possible.
3. DAC members will be a general resource to Energy Trust staff, providing information, answers, and other resources as possible.
4. Energy Trust staff will provide logistical support for DAC meetings such as scheduling, note-taking and follow up.

***Relationship between the Diversity Advisory Council, Conservation Advisory Council and Renewable Advisory Council:***

1. Periodically, but at least once annually, joint meetings of DAC, RAC, and CAC will be held regarding subjects of mutual interest, such as diversity, equity, and inclusion as it intersects with Energy Trust's conservation and renewable programs.
2. Members of specific Energy Trust advisory councils will be encouraged to attend alternate advisory councils, with DAC members occasionally attending RAC and CAC meetings, and vice versa.
3. Strategic plans (created every five years), annual budgets, and annual action plans will be presented to all three advisory councils through individual or combined meetings.
4. Summary information from CAC and RAC meetings will be shared with DAC members, and vice-versa.
5. Advisory councils are responsible for identifying topics that should be discussed with one or more of the other councils.